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Fax Number : (850) 922-4000

From: Account Name : FAS-T CORP. AGENTS, INC.  
Account Number : 071001002335  
Phone : (305) 599-0839  
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DIVISION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT

THE RAINBOW PRODUCE GROUP, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

Amendment  
09-16-98  
DC

ARTICLES OF AMENDMENT  
TO  
ARTICLE OF INCORPORATION  
OF

THE RAINBOW PRODUCE GROUP, CORP.

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Pursuant to the provisions of section 607.1006, Florida Statutes the undersigned corporation adopts the following articles of amendment to its article of incorporation.

FIRST: Amendment(s) adopted:

ARTICLE -V-

OFFICERS DIRECTOR(S)

DELETE

NAMES

ADDRESS

CESAR ROMERO  
Vice-President 50% of Shares

935 N.W. 38th STREET  
MIAMI FL 33175.

ARTICLE -V- OFFICER DIRECTOR(S)

SHARES ADDITION

NAME

ADDRESS

HUGO J. MACHADO  
President/Director 100% of Shares

10300 S.W. 24th Street # C-11  
Miami FL 33165.

Prepared by: Associated Accountants  
Tax & Multiservice, Inc.,  
1393 S.W. 1st Street # 103  
Miami FL 33135.Tel(305)642-5229

H98000017214 1

SECOND: The date of adoption of the amendment(s) was: September 11, 1998.

THIRD: Adoption of Amendment [check one]

- [ X ] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- [ ] The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*


*The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_*

Voting Group.

- [ ] The amendment(s) was/were adopted by board of directors without shareholder action and shareholder action was not required.
- [ ] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 11 day of September, 1998

Signature:

  
(By the Chairman or Vice Chairman of the Board of Directors  
President or ~~other~~ Officer if adopted by the shareholders.)

OR

(By a Director if adopted by the directors)

or

(By an incorporator if adopted by the incorporators)

HUGO J. MACHADO  
Name.

President/Director.  
Title

H98000017214 1