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PHILLIPS & ZISKINDER
C O U N S E L L O R S A T L A W

Kendall J. Phillips • Steve Ziskinder

September 3, 1998

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*****35.00 *****35.00

State of Florida
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Indian River Citrus Fundraising, Inc.

Dear Sir or Madam:

Enclosed please find this Firm's draft in the amount of Thirty-Five (\$35.00) Dollars together with its original Articles of Amendment to Articles of Incorporation of Indian River Citrus Fundraising, Inc., for filing with the Division of Corporations.

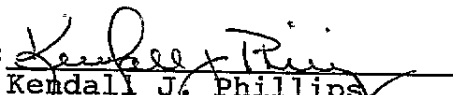
We look forward to receiving your acknowledgment of same.

Thank you.

Very truly yours,

PHILLIPS & ZISKINDER, P.A.

By:


Kendall J. Phillips
For the Firm

/cdm

Enclosure

cc: Tom McDevitt

16-90024.004-cdm

FILED
98 SEP - 8 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
KJP
9/15

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

INDIAN RIVER CITRUS FUNDRAISING, INC.

FILED
98 SEP -8 AM 10:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006 Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article I, reading as follows: "The name of the corporation is INDIAN RIVER CITRUS FUNDRAISING, INC.," is amended to read as follows: "The name of the corporation is INDIAN RIVER FRUIT SALES, INC.."

SECOND: The date of this amendment's adoption: September 2, 1998.

THIRD: Adoption of Amendment: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval. Only one (1) voting group entitled to vote did vote on these amendments.

Signed this 2nd day of September, 1998.

INDIAN RIVER CITRUS FUNDRAISING, INC.

By: [Signature]
Thomas E. McDevitt
Director/President/Shareholder

By: [Signature]
Sue C. Wimpy
Director, Vice-President/Shareholder

SHAREHOLDERS/BOARD OF DIRECTORS

RESOLUTION AMENDING

ARTICLES OF INCORPORATION


Resolved, that the articles of incorporation of INDIAN RIVER CITRUS FUNDRAISING, INC., are amended as follows:

1. Article I, reading as follows: "The name of the corporation is INDIAN RIVER CITRUS FUNDRAISING, INC.," is amended to read as follows: "The name of the corporation is INDIAN RIVER FRUIT SALES, INC."

Adopted this 2nd day of September, 1998.



Thomas E. McDevitt
Director/President



Sue C. Wimpy
Director/Vice-President
Secretary/Treasurer