

P98000105073

Elizabeth Lopez
27010 SW 120th Avenue Road
Miami, FL 33032
March 31, 1999
(305) 258-0079

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

200002830092--7
-04/06/99--01003--001
*****35.00 *****35.00

Re: AMENDED ARTICLES OF INCORPORATION OF:
BABY GROCERY STORE, INC.

Dear Madam or Sir:

Enclosed is an original and one (1) Amended Articles of Incorporation for the above-referenced corporation, along with payment of \$35.00.

Please provide me with a letter of acknowledgment upon filing. Thank you.

Sincerley,


Elizabeth Lopez

enclosures

FILED
99 APR -5 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

VS APR 14 1999

AMENDED
ARTICLES OF INCORPORATION
OF
BABY GROCERY STORE, INC.

FILED
99 APR -5 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

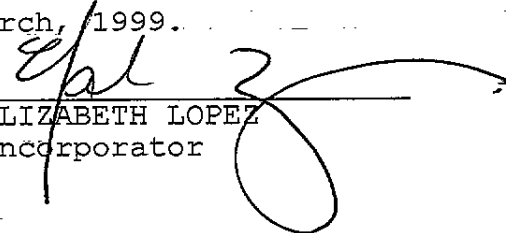
The undersigned incorporator of BABY GROCERY STORE, INC. this 31st day of March, 1999, does hereby adopt, without the requirement of shareholder action, the following amendment to the articles of incorporation:

ARTICLE VI. OFFICERS AND DIRECTORS

The names and street addresses of the officer and director who shall hold office for the first year of the corporation, or until her successor(s) is/are elected or appointed is:

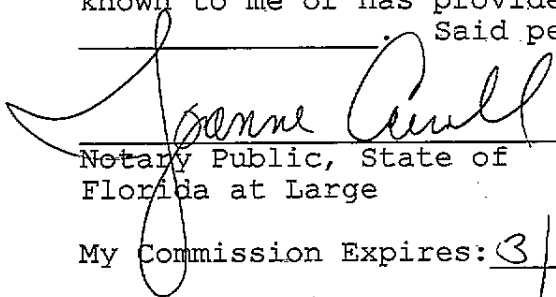
PAULA J.G. CALIXTE
8220 Biscayne Boulevard
Miami, Florida 33138

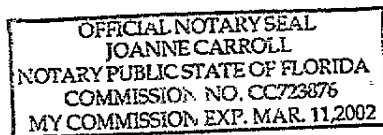
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 31st day of March, 1999.


ELIZABETH LOPEZ
Incorporator

STATE OF FLORIDA
COUNTY OF DADE

The foregoing instrument was acknowledged before me this 31st day of March, 1999, by ELIZABETH LOPEZ, who is personally known to me or has provided identification. Said person did not take an oath.


Notary Public, State of
Florida at Large



My Commission Expires: 3/11/2002