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FILED  
MAY 20 AM 8:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

May 7, 1999

Florida Department of State  
Division of Corporations  
Qualification/Registration Section  
P.O. Box 6327  
Tallahassee, Florida 32314

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-05/20/99--01084--012  
\*\*\*\*\*35.00 \*\*\*\*\*35.00


RE: Articles of Amendment to the Articles Incorporation of Paradise Products, Inc.  
Our File No. 3114-002

Dear Sir or Madam:

Enclosed for filing are an original and one copy of the executed Articles of Amendment to the Articles Incorporation of Paradise Products, Inc. (the "Corporation") together with a check in the amount of \$35.00 payable to the Florida Department of State to cover filing fees and the return of a copy of the Corporation's Articles of Amendment of Articles of Incorporation.

If you have any questions, please do not hesitate to call me. Thank you for your attention to this matter.

Sincerely,

  
Gary A. Forster

GAF/lih  
Enclosures

Amend

JUN 1 1999



ARTICLES OF AMENDMENT TO  
THE ARTICLES OF INCORPORATION  
OF PARADISE PRODUCTS, INC.

FILED  
99 MAY 20 AM 8:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Article I - Name

The name of the corporation is Paradise Products, Inc. (hereinafter referred to as the "Corporation").

Article II - Adoption and Text of Amendments

All of the directors of the Corporation approved a resolution amending Article II of the Articles of Incorporation by written consent dated the 13 day of May, 1999, in accordance with the provisions of Section 607.0821 of the Florida Statutes, and all of the shareholders of the Corporation approved the resolution amending Article II of the Articles of Incorporation by written consent dated the 13 day of May, 1999, in accordance with the provisions of Section 607.0704 of the Florida Statutes. The following is a true and correct copy of the resolution amending Article I of the Articles of Incorporation:

RESOLVED, that Article II of the Articles of Incorporation of the Corporation be amended in its entirety to read as follows:

ARTICLE II - SHARES

The total authorized capital stock of the Corporation shall be one million (1,000,000) shares of common stock, of which one hundred thousand (100,000) shares shall be voting common stock, One Cent (\$.01) par value per share, and nine hundred thousand (900,000) shares shall be non-voting common stock, One Cent (\$.01) par value per share. All shares of the Corporation's common stock

shall have the same rights and preferences as all other shares of the Corporation's common stock except with regard to voting rights. With respect to voting rights, each share of the voting common stock shall be entitled to vote on all matters submitted to the shareholders of the Corporation, and each share of the non-voting common stock shall not be entitled to vote on any matter except that the approval of a majority of the shares of non-voting common stock shall be required before the Corporation may amend these Articles to authorize any additional shares of stock.

Article III - Effective Date of Amendment

The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of May 13, 1999.

Dated this 13 day of May, 1999.

PARADISE PRODUCTS, INC.

By: Leslie B. Bonner  
Leslie B. Bonner, President