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SIMON AND SCHMIDT

ATTORNEYS AT LAW P. O. BOX 2020

100 NORTHEAST FIFTH AVENUE

DELRAY BEACH, FLORIDA 33483

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DIVISION OF CORPORATIONS 00 JAN -6 AM 9: 06

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FLORIDA DEPARTMENT OF STATE Katherine Harris

Katherine Harris Secretary of State

January 7, 2000

Simon and Schmidt P.O. Box 2020 100 Northeast Fifth Avenue Delray Beach, FL 33483

SUBJECT: A & M DISCOUNT BEVERAGES, INC.

Ref. Number: P99000088164

We have received your document for A & M DISCOUNT BEVERAGES, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne Senior Section Administrator

Letter Number: 600A00001008

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF SECRETARY OF STATE A & M DISCOUNT BEVERAGES, INCLUMENTAL AND ASSECTED ASSECT ASSE

1. Article I of the Articles of Incorporation of A & M DISCOUNT BEVERAGES, INC. is amended read as follows:

ARTICLE I - NAME

The name of this corporation is RS DISCOUNT BEVERAGES, INC.

2. The foregoing amendment was adopted by the sole director of this corporation on December 23, 1999 without shareholder action, and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned sole director of this corporation has executed these articles of amendment on December 30, 1999.

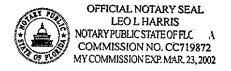
Molumb M. Mash Mohammed Nasif, director

STATE OF FLORIDA

COUNTY OF PALM BEACH

BEFORE ME this day personally appeared Mohammed Nasif, director of A & M DISCOUNT BEVERAGES, INC., a Florida corporation, who acknowledged before me that he executed the foregoing articles of amendment to the articles of incorporation on behalf of the corporation, and who is personally known to me, and did take an oath.

WITNESS my hand and official seal in the county and state last aforesaid this (70) day of December, 1999.



NOTARY PUBLIC

Print Name: [] Hamis

State of Florida

My commission expires: