


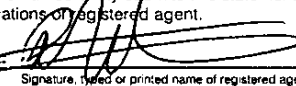
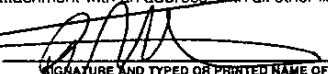
2005 FOR PROFIT CORPORATION
AMENDED ANNUAL REPORT

192

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOCUMENT # P99000106027					
1. Entity Name JOE'S FOODLAND SUPERMARKET #2, INC.					
Principal Place of Business 6970 NW 17TH AVE MIAMI, FL 33147		Mailing Address 6970 NW 17TH AVE MIAMI, FL 33147			
2. Principal Place of Business		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country	4. FEI Number 65-0965916	
				Applied For Not Applicable	
				5. Certificate of Status Desired <input type="checkbox"/> \$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent			7. Name and Address of New Registered Agent		
IMBASALA, JOSEPH 6970 NW 17TH AVE MIAMI, FL 33147			Name: BASHIR MALOUF		
			Street Address (P.O. Box Number is Not Acceptable)		
			6970 NW 17TH AVENUE		
			City: MIAMI		FL Zip Code 33147
8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of, registered agent.					
SIGNATURE: 		9-19-05		DATE	
Signature, typed or printed name of registered agent and title if applicable.		(NOTE: Registered Agent signature required when reinstating)			
Amended AR is \$61.25		9. Election Campaign Financing Trust Fund Contribution. <input type="checkbox"/>		\$5.00 May Be Added to Fees	
10. OFFICERS AND DIRECTORS			11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11		
TITLE	PD	<input checked="" type="checkbox"/> Delete	TITLE	PD	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Addition
NAME	IMBASALA, JOSEPH		NAME	MALOUF, BASHIR	
STREET ADDRESS	6970 NW 17TH AVE		STREET ADDRESS	6970 NW 17TH AVENUE	
CITY-ST-ZIP	MIAMI, FL 33147		CITY-ST-ZIP	MIAMI, FL 33147	
TITLE		<input type="checkbox"/> Delete	TITLE	7000650990	<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME			NAME	09/29/05--01071--005	
STREET ADDRESS			STREET ADDRESS	**\$61.25	
CITY-ST-ZIP			CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME			NAME		
STREET ADDRESS			STREET ADDRESS		
CITY-ST-ZIP			CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME			NAME		
STREET ADDRESS			STREET ADDRESS		
CITY-ST-ZIP			CITY-ST-ZIP		
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CITY-ST-ZIP			CITY-ST-ZIP		
TITLE		<input type="checkbox"/> Delete	TITLE		<input type="checkbox"/> Change <input type="checkbox"/> Addition
NAME			NAME		
STREET ADDRESS			STREET ADDRESS		
CITY-ST-ZIP			CITY-ST-ZIP		
12. I hereby certify that the information supplied with this filing does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address with all other like empowered.					
SIGNATURE: 		9-19-05		305-886-2088	
Signature and typed or printed name of signing officer or director		Date		Daytime Phone #	

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**CORPORATE RESOLUTION AND
MINUTES OF A SPECIAL MEETING OF
JOE'S FOODLAND SUPERMARKET #2, INC.**

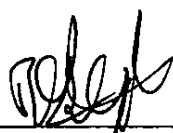
A Special meeting of the Board of Directors and Officers of JOE'S FOODLAND SUPERMARKET #2, INC., was held on the 19th day of September, 2005, at 4:00 p.m., at the Law Offices of TERMINELLO & TERMINELLO, P.A., 2700 S.W. 37th Avenue, Miami, Florida, 33133. All the shareholders and corporate officers being present, approved and adopted this corporate resolution which authorized the resignation of JOSEPH IMBASALA, as President and Director, and the election of BASHIR MALOUF as President and Director in his stead. It was further resolved that this is an accurate report and is to be accepted as correct. The Secretary is directed and authorized to spread a copy of said Corporate Resolution to all interested persons.

There being no further business to come before the meeting and upon motion duly made second and unanimously carried, the meeting was adjourned.

DATED this 19th day of September, 2005.



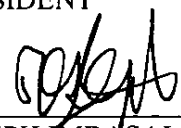
Witness



JOSEPH IMBASALA,
PRESIDENT



Witness



JOSEPH IMBASALA, departing
President and Director