

LUIS A. FORS

Attorney at Law

January 26, 2001

Bureau of Corporate Records  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

100003590991--9  
-01/29/01--01142--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Paula Foods & Olive Oils, Inc.

Dear Sir or Madam:

Enclosed please find an original and one copy of Articles of Amendment to Articles of Incorporation of Paula Foods & Olive Oils, Inc., where it reflects a change in the address of the corporation, the directors and new resident agent. Also enclosed is our firm's check in the amount of \$35.00 representing filing fee.

It would be appreciated if you would file the original document and return to undersigned counsel in the enclosed self-addressed stamped envelope, a clock-in copy of said amendment for our records.

Thank you so much for your attention to this matter.

Sincerely,

LUIS A. FORS

LAF:ml  
Enclosures

FILED  
01 FEB -9 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

8360 West Flagler Street, - Suite 203-A  
Miami, Florida 33144  
(305) 559-1948

T BROWN FEB 14 2001



FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

January 31, 2001

LUIS A. FORS  
ATTORNEY AT LAW  
8360 W. FLAGLER STREET, SUITE 203+A  
MIAMI, FL 33144

SUBJECT: PAULA FOODS & OLIVE OILS, INC.  
Ref. Number: P99000110002

We have received your document for PAULA FOODS & OLIVE OILS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the document was approved by a majority vote of the shareholders, it should also contain a statement that the number of votes cast by the shareholders was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6869.

Teresa Brown  
Corporate Specialist

Letter Number: 701A00005893

**LUIS A. FORS**

Attorney at Law

February 5, 2001

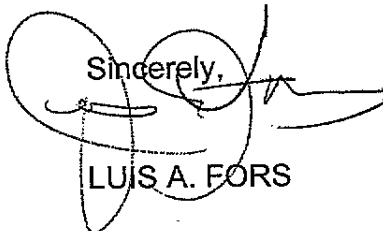
Florida Department of State  
Division of Corporations  
Att: Ms. Teresa Brown  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Paul Foods & Olive Oils, Inc.  
Reference No. P99000110002

Dear Ms. Brown:

Enclosed please find your letter dated January 31, 2001 for your immediate reference. As requested in your letter I have corrected my document with the verbage required.

Please have the document filed and provide undersigned counsel with a clocked-in copy. I enclose a self-addressed stamped envelope for your convenience.

Sincerely,  
  
LUIS A. FORS

LAF:ml  
Enclosures

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF PAULA FOODS & OLIVE OILS, INC.**

FILED  
01 FEB -9 AM 11:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**FIRST:** Amendments adopted:

Article III is amended to read: "The principal place of business and mailing address of this corporation shall be:

8360 West Flagler Street, Suite 203A  
Miami, Florida 33144

Article V is amended to read: "The names and addresses of the board of directors are:

NAME

ADDRESS

JACINTO AGUADO

8360 W. Flagler Street, Suite 203A  
Miami, FL 33144

TERESA DORREGO RODRIGUEZ

8360 W. Flagler Street, Suite 203A  
Miami, FL 33144

Article VI is amended to read: "The name and address of the registered agent is: LUIS A. FORS, 8360 W. Flagler Street, Suite 203A, Miami, Florida 33144."

**SECOND:** The foregoing amendments were adopted on October 12, 2000.

**THIRD:** The amendments were approved by Mr. Jacinto Aguado, who holds ninety percent (90%) of the shares of the corporation. The number of votes cast were sufficient for approval.

I, the undersigned shareholder/director, do hereby adopt the foregoing amendments to the Articles of Incorporation of Paula Foods & Olive Oils, Inc

Dated: January 19, 2001.

  
JACINTO AGUADO- President

Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, I Luis A. Fors, accept the appointment as registered agent. I am familiar with, and accept the obligations of Section 607.0505, Florida Statutes

  
Luis A. Fors