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DAVID J. HART
(ADMITTED TO FL & NY BAR)
MARIA CIFUENTES
(ADMITTED TO VENEZUELA BAR)

February 17, 1999

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CAROLYN JONES*
EDWARD L. WIMBERLY*
*LEGAL ASSISTANT

AFFILIATE OFFICE:
KASSEL, SKLAAR, COHEN, HART
JOHANNESBURG, CAPE TOWN

Secretary of State
Division of Corporations
P.O.Box 6327
Tallahassee, FL 32314

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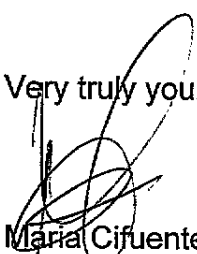
RE: Articles of Amendment to the Articles of Incorporation of:
DEL TROPICO BEERS AND WINES INCORPORATED

Dear Sir/Madam:

Enclosed is one (1) original Articles of Amendment to the Articles of Incorporation for **DEL TROPICO BEERS AND WINES INCORPORATED** and check number 11391 in the amount of \$35.00 for the filing fee. After filing return to our office at 100 N. Biscayne Boulevard, Suite 2600, Miami, Florida 33132. Thank you for your prompt attention to this matter.

If you should have any questions or concerns do not hesitate to contact our office. Thank you.

Very truly yours,


Maria Cifuentes gave authorization add
"Director" for the title of the person
signing the Doc. 2/19. JH

Enclosures:

(1) Original Articles of Amendment
Check No. 11391

N/c

VS FEB 23 1999

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
DEL TROPICO BEERS AND WINES INCORPORATED

FILED
99 FEB 18 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST

ARTICLE I: The name of the corporation is DEL TROPICO BEERS AND WINES INCORPORATED, and is amended as follows: Change the name of the corporation to DEL TROPICO FOOD AND BEVERAGES OF NORTHERN FLORIDA, INC.

SECOND


The amendment to the Articles of Incorporation was adopted on February 5, 1999.

THIRD

The amendment was adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this February 17, 1999.

DEL TROPICO BEERS AND WINES INCORPORATED


By: Alfonso Cornejo, President/Director