

V43650

**CAPITAL CONNECTION, INC.**

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Pine Grove Dairy, Inc.

FILED  
98 OCT 15 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Art of Inc. File \_\_\_\_\_  
LTD Partnership File \_\_\_\_\_  
Foreign Corp. File \_\_\_\_\_  
L.C. File \_\_\_\_\_  
Fictitious Name File \_\_\_\_\_  
Trade/Service Mark \_\_\_\_\_  
600002664346-4  
Merger File -10/15/98-01030-022  
\*\*\*\*\*61.25 \*\*\*\*\*61.25  
✓ Art. of Amend. File \_\_\_\_\_  
RA Resignation \_\_\_\_\_  
Dissolution / Withdrawal \_\_\_\_\_  
Annual Report / Reinstatement \_\_\_\_\_  
✓ Cert. Copy \_\_\_\_\_  
Photo Copy \_\_\_\_\_  
✓ Certificate of Good Standing  
Certificate of Status \_\_\_\_\_  
Certificate of Fictitious Name \_\_\_\_\_  
Corp Record Search \_\_\_\_\_  
Officer Search \_\_\_\_\_  
Fictitious Search \_\_\_\_\_  
Fictitious Owner Search \_\_\_\_\_  
Vehicle Search \_\_\_\_\_  
Driving Record \_\_\_\_\_  
UCC 1 or 3 File \_\_\_\_\_  
UCC 11 Search \_\_\_\_\_  
UCC 11 Retrieval \_\_\_\_\_  
Courier \_\_\_\_\_

RECEIVED

98 OCT 15 AM 10:38

Amend Doc 10/15  
Signature

Requested by: LG 10/15/98 9:19  
Name Date Time

Walk-In \_\_\_\_\_ Will Pick Up \_\_\_\_\_

ARTICLES OF AMENDMENT

OF

PINE GROVE DAIRY, INC.

FILED  
98 OCT 15 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. Article III of the Articles of Incorporation of Pine Grove Dairy, Inc., a Florida corporation, is hereby amended in its entirety to read as follows:

**ARTICLE III**

(a) Authorized Shares. This corporation is authorized to issue 100,000 shares of common stock of par value of \$.10 per share. Fifty thousand (50,000) shares shall be designated as Class A Voting Common shares, and fifty thousand (50,000) shares shall be designated as Class B Nonvoting Common shares. The preferences, limitations and relative rights of each of these classes of shares shall be identical, except for voting rights, as follows:

(i) Class A Voting Common Shares. Each holder of Class A Voting Common shares shall have one vote in respect of each share held, and the exclusive voting power with respect to the corporation shall be vested in the holders of the Class A Voting Common shares. At all meetings of voting shareholders, a majority in number of shares entitled to vote at such meetings, present either in person or represented by proxy, shall constitute a quorum.

(ii) Class B Nonvoting Common Shares. Except as otherwise expressly provided by law, the holders of Class B Nonvoting Common shares shall have no voting rights and shall not be entitled to notice of meetings of shareholders, and the exclusive voting power with respect to the corporation shall be vested in the holders of voting common shares.

(b) Capital Stock. The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares having par value, plus such amounts as, from time to time, by resolution of the Board of Directors, may be transferred thereto.

(c) Corporate Liquidation and Dissolution. In the event of voluntary or involuntary liquidation, dissolution or winding up of the corporation, the holders of record of the common stock shall be entitled to receive distribution, ratably, of the remaining assets of the corporation.

(d) Preemptive Rights. Shareholders shall have no preemptive rights.

(e) Cumulative Voting. Cumulative voting shall not be permitted.

(f) Restrictions on Transfer of Stock. The shareholders may, by bylaw provision or by shareholders' agreement recorded in the minute book, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as they may see fit.

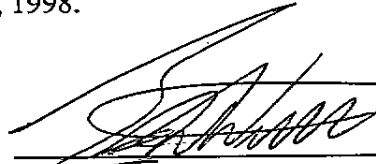
2. Each share of common stock issued and outstanding as of the date hereof shall be converted into one (1) share of Class A Voting Common stock and one hundred (100) shares of Class B Nonvoting Common stock, upon the filing of these Articles of Amendment with the Secretary of State, State of Florida

3. The foregoing amendment was adopted by all of the directors and shareholders of the corporation on October 14, 1998.

4. The foregoing amendment shall become effective when filed with the Secretary of State, State of Florida.

**IN WITNESS WHEREOF**, the undersigned President of the corporation has executed these Articles of Amendment, this 17 day of October, 1998.

(Corporate Seal)

  
Eric W. Williams