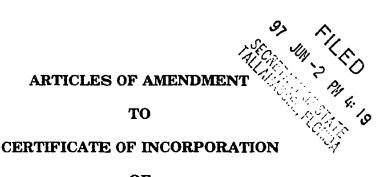
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Profit	Amendment	——————————————————————————————————————
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## OF

## FLORIDA FLAVORS, INC.

The Certificate of Incorporation of Florida Flavors, Inc., shall be amended as follows:

Article V of the Certificate of Incorporation shall be deleted in its entirety and the following shall be added in its place:

## "Article V

The corporation shall have only one class of stock consisting of two types of common stock, Type A and Type B. The maximum number of shares that the corporation is authorized to have outstanding at any time is 20,000 shares of Type A common stock, having a par value of \$.01, and 200,000 shares of Type B common stock, having a par value of \$.01. The preferences, limitations, and relative rights in respect of the shares of Type A and Type B common stock shall be the same, except that the shares of Type B common stock shall not be voted on any matters, except when otherwise required by law. The consideration to be paid for each share of Type A and Type B common stock shall be fixed by the board of directors and may be paid in whole or in part in cash or other property, tangible or intangible, or in labor or services performed or to be performed for the corporation."

The foregoing amendment was adopted on 15 MAY, 1997, by all of the directors and all of the shareholders of the corporation, under Sections 607.1003, 607.0821 and 607.0704, Florida Statutes, as evidenced by their signatures on a Written Consent in Lieu of Special Meeting manifesting their intention that the foregoing

afmendment to the Articles of Incorporation be adopted. The number of votes cast for the amendment was sufficient for approval by the shareholders of the corporation.

IN WITNESS WHEREOF, the undersigned President of the corporation has executed this instrument effective as of the  $\frac{15}{100}$  day of  $\frac{100}{1000}$ , 1997.

Allen C. Kryger, President

LAK-104020.2:443