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DIVISION OF CORPORATIONS  
05 JUL 11 PM 3:08

Name Change  
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DC

**Bruce J. Sperry, P.A.**

Telephone  
(813) 754-3030

*Attorney at Law*  
1003 Alexander St. South  
Suite 1 •  
Plant City, Florida 33563-8400

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(813) 754-3928

July 8, 2005

VIA FEDEX

AMENDMENT SECTION  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

RE: Bud's Poultry & Food Services, Inc.

Dear Sir or Madam:

Please find enclosed original and three copies of the Articles of Amendment of Articles of Incorporation of Bud's Poultry & Food Services, Inc., copy of Resolution approving the enclosed Articles of Amendment, together with my firm check no. 5613 in the amount of \$61.25 to cover the following costs:

Filing Fee	\$35.00
Three (3) Certified	
Copies	<u>\$26.25</u>
Total	\$61.25

After this Amendment has been approved and filed, I would appreciate your returning the certified copies to my office in the FedEx envelope provided.

Thank you for your attention to this matter.

Sincerely,

BRUCE J. SPERRY, P.A.

By: 

Bruce J. Sperry

Enclosures  
bjs\corp\A\301b73.ltr

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 JUL 11 PM 3:08

BUD'S POULTRY & FOOD SERVICES, INC., a Florida corporation, under its corporate seal and hands of its President, ORRIN G. BROWN, and Secretary, CELINE M. BROWN, hereby certifies that on the 5th day of July, 2005, the Board of Directors by proper corporate action with formal approval by the Stockholders, pursuant to the provisions of Section 607.1006, Florida Statutes, amended the Articles of Incorporation of BUD'S POULTRY & FOOD SERVICES, INC. as follows:

RESOLVED, that the undersigned, constituting all of the Directors and Stockholders of BUD'S POULTRY & FOOD SERVICES, INC. eligible to vote, do hereby sign this statement manifesting their intention to amend the Articles of Incorporation of BUD'S POULTRY & FOOD SERVICES, INC., as filed in the Office of the Secretary of State on the 9th day of July, 1992.

RESOLVED, that Article I of the Articles of Incorporation be amended, changed, and altered so as to read as follows:

ARTICLE I

The name of this Corporation shall be CELINE'S & BUD'S HOLDINGS, INC.

BE IT FURTHER RESOLVED, that the Articles of Amendment shall be executed by the Corporation, by its President and by its Secretary, and filed in the Office of the Department of State as anticipated by Section 607.1006, Florida Statutes.


The undersigned certifies that the foregoing Amendment is the First Amendment to the initial Articles of Incorporation of the Corporation, and said Amendment was adopted on July 5, 2005, by unanimous vote of the Shareholders.


IN WITNESS WHEREOF, said Corporation has caused these Articles of Amendment to be signed in its name by its President, and its corporate seal to be hereunto affixed and attested by its Secretary, this 1 day of July, 2005.

BUD'S POULTRY & FOOD SERVICES, INC.

By: 

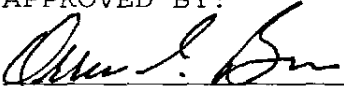
Orrin G. Brown  
President/Director

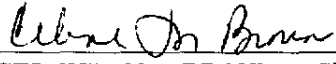
  
KEVIN G. BROWN, Director

Attest: 

Celine M. Brown  
Secretary/Director

APPROVED BY:

  
ORRIN G. BROWN, Shareholder

  
CELINE M. BROWN, Shareholder

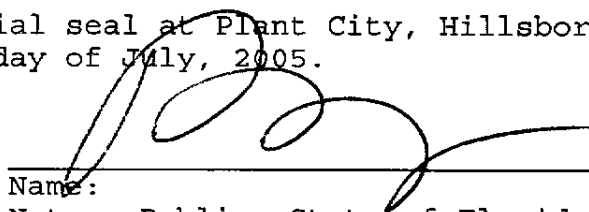
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me this 1 day of July, 2005, by ORRIN G. BROWN, as President of BUD'S POULTRY & FOOD SERVICES, INC., a Florida corporation, on behalf of the Corporation, and he acknowledged that he executed the foregoing Articles of Amendment as such Officer for and on behalf of said Corporation after having been duly authorized so to do, and who declared his identity and who has produced his Driver's License as personal identification.

WITNESS my hand and official seal at Plant City, Hillsborough County, Florida, this 1 day of July, 2005.

BRUCE SPERRY  
Notary Public, State of Florida  
My comm. exp. Oct. 19, 2007  
Comm. No. DD 255557

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

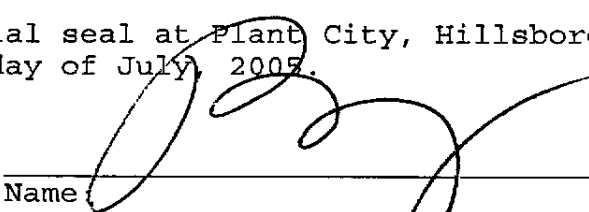
  
Name: \_\_\_\_\_  
Notary Public, State of Florida

The foregoing instrument was acknowledged before me this 1 day of July, 2005, by KEVIN G. BROWN, as a Director of BUD'S POULTRY & FOOD SERVICES, INC., a Florida corporation, on behalf of the Corporation, and he acknowledged that he executed the foregoing Articles of Amendment as a Director for and on behalf of said Corporation after having been duly authorized so to do, and who declared his identity and who has produced his Driver's License as personal identification.

WITNESS my hand and official seal at Plant City, Hillsborough County, Florida, this 1 day of July, 2005.

BRUCE SPERRY  
Notary Public, State of Florida  
My comm. exp. Oct. 19, 2007  
Comm. No. DD 255557

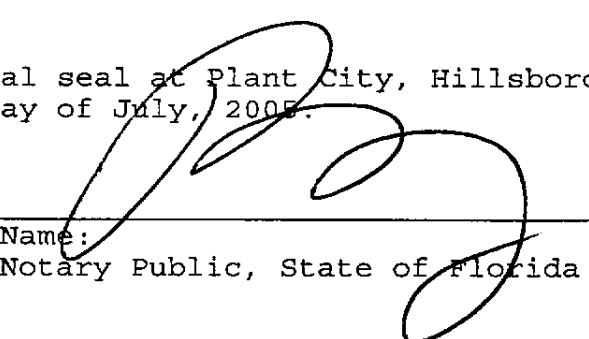
STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

  
Name: \_\_\_\_\_  
Notary Public, State of Florida

The foregoing instrument was acknowledged before me this 1 day of July, 2005, by CELINE M. BROWN, as Secretary of BUD'S POULTRY & FOOD SERVICES, INC., a Florida corporation, on behalf of the Corporation, and she acknowledged that she executed the foregoing Articles of Amendment as such Officer for and on behalf of said Corporation after having been duly authorized so to do, and who declared her identity and who has produced her Driver's License as personal identification.

WITNESS my hand and official seal at Plant City, Hillsborough County, Florida, this 1 day of July, 2005.

BRUCE SPERRY  
Notary Public, State of Florida  
My comm. exp. Oct. 19, 2007  
Comm. No. DD 255557

  
Name: \_\_\_\_\_  
Notary Public, State of Florida