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May 14, 1997

Department of State, State of Florida
Corporations Division
The Capitol
Tallahassee, FL, 32399-0250

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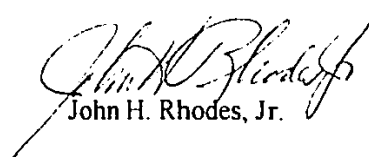
Re: ABC SUPERMARKET OAKRIDGE, INC.

Sirs:

Please file the enclosed Articles of Amendment changing the name of the above-referenced corporation provided the new name is available. The corporation's check in the sum of \$35.00 is also enclosed for the filing fee.

If the name is unavailable, please return the Articles of Amendment and the check to me in the stamped, self-addressed envelope enclosed for that purpose.

Very truly yours,


John H. Rhodes, Jr.

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NC

FILED
97 MAY 19 AM 9:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

97 MAY 19 AM 9:56

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ABC SUPERMARKET OAKRIDGE, INC.

ABC SUPERMARKET OAKRIDGE, INC., a Florida corporation, under the hand of its President, K. J. Manghnani, and its corporate seal attested to by its Secretary, Uma Manghnani, hereby certifies that it amended its Articles of Incorporation by changing its name to ALL AMERICAN DISTRIBUTORS, INC., pursuant to the following action by its Board of Directors and Stockholders:

1. The Board of Directors of said corporation, at a special meeting called by the President and held on March 18, 1997, at 5:00 o'clock P.M., unanimously adopted the following Resolution, to wit:

"Resolved that the Board of Directors recommends to the shareholders that the Articles of Incorporation be amended to change the name of the corporation from 'ABC SUPERMARKET OAKRIDGE, INC.' to 'ALL AMERICAN DISTRIBUTORS, INC.' (provided the name is available for use in the State of Florida) and the President and Secretary be authorized and directed to execute and file all papers necessary or appropriate to make the change with the Florida Department of State."

2. The Stockholders of said corporation, at a special meeting called by the President and held on March 18, 1997, at 5:15 o'clock P. M., unanimously adopted the following Resolution, to wit:

"Resolved that the Articles of Incorporation be amended to change the name of the corporation from 'ABC SUPERMARKET OAKRIDGE, INC.' to 'ALL AMERICAN DISTRIBUTORS, INC.' (provided the name is available for use in the State of Florida) and the President and Secretary be authorized and directed to execute and file on behalf of the corporation all papers necessary or appropriate to make the change of name effective with the Florida Department of State."

3. At the time of said Board of Directors and Stockholders meetings, the said K. J.

Manghnani was the President and Uma Manghnani was the Secretary and they were the only Directors and Stockholders of the corporation and both of them signed written waivers of notice of the respective meetings.

IN WITNESS WHEREOF, said corporation has caused these Articles of Amendment to be signed in its name by its President and its corporate seal hereunto affixed attested to by its Secretary this 21st day of March, 1997.

ABC SUPERMARKET OAKRIDGE, INC.

By: 

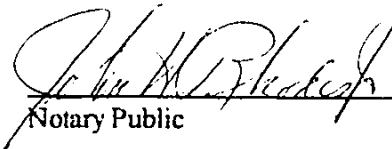
As its President

Attest: Uma Manghnani

As its Secretary

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 21st day of March, 1997, by K. J. Manghnani and Uma Manghnani, as the President and Secretary, respectively, of ABC SUPERMARKET OAKRIDGE, INC., each of whom are to me personally known, on behalf of said corporation.


Notary Public



JOHN H RHODES, JR
My Commission CC519609
Expires Feb. 05, 2000