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Barbara's Personal Services, Inc.
PARALEGAL & SECRETARIAL
SUITE 2A
152 8th AVENUE S.W.
LARGO, FLORIDA 33770-3613

NOTARY PUBLIC

TELEPHONE 727 559-8505
FACSIMILE 585-9184

March 14, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-03/18/02--01033--021
*****35.00 *****35.00

TRANSMITTAL LETTER

SUBJECT: Amendment of Articles to :

AMICI ITALIAN EATERY, INC.

The above named corporation wishes to:

1. Amend Article VI APPOINTMENT OF CORPORATE OFFICERS

Enclosed is an original and one (1) copy of the amendment to articles of incorporation and a check for thirty five dollars (\$35) for Filing Fee.

FROM:
Barbara S. Hicks
152 8th Avenue, SW, Suite 2A
Largo, Florida 33770-3613
(727) 559-8505

Sincerely,



Barbara S. Hicks

FILED
02 MAR 18 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

aa 3/21
amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
AMICI ITALIAN EATERY, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added, or deleted)*

**ARTICLE VI
Appointment of Corporate Officers**

The new corporate officers shall be:

1. ADD *Mary Mantione* *President*

The corporate officer to be removed: DOMINICK LOCASTO President

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself; are as follows: *N/A*

THIRD: The date of each amendment's adoption: **March 14, 2002**

FOURTH: Adoption of Amendment(s) (check one)

_____ The amendments was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

_____ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
VOTING GROUP

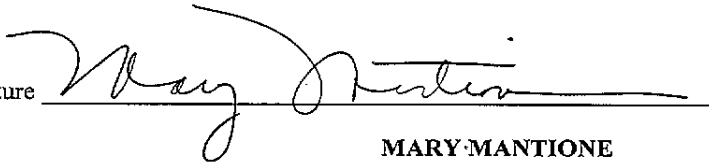
_____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

FILED
02 MAR 18 AM 9:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

X The amendment(s) was/were adopted by the incorporators without shareholder
action and shareholder action was not required.

Signed this 14th day of March, 2002

Signature

A handwritten signature in cursive script, appearing to read "Mary Manton", is written over a horizontal line.

MARY MANTIONE
Incorporator and Director