

PD3000000728

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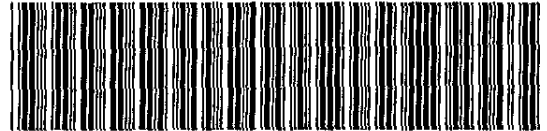
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DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

03 JUN -9 PM 4:59

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13 6/11/03
Amend/NE

LAW OFFICES

HOFFMAN, LARIN, AGNETTI AND KARAS, P.A.

JOHN B. AGNETTI
MARTIN L. HOFFMAN
ALSO MEMBER NEW YORK BAR
DAVID A. KARAS
DAVID L. PERKINS
ALSO MEMBER NEW YORK BAR
MICHAEL SCHER

OF COUNSEL

RUBEN N. GOTTLIEB
HAROLD M. HOFFMAN
MEMBER NEW YORK AND
NEW JERSEY BAR ONLY
RICHARD L. LARIN

NORTH MIAMI BEACH OFFICE
909 NORTH MIAMI BEACH BOULEVARD
SUITE 201
MIAMI, FLORIDA 33162-3712

TELEPHONE (305) 853-5555
TELEFAX (305) 940-0090

PLEASE REPLY TO:
NORTH MIAMI BEACH OFFICE

BROWARD COUNTY OFFICE
1900 W. COMMERCIAL BLVD.
SUITE 100
FORT LAUDERDALE, FL 33309
(954) 764-2388

MONROE COUNTY OFFICES
81841 OVERSEAS HIGHWAY
ISLAMORADA, FL 33036
422 FLEMING STREET
KEY WEST, FL 33040
(800) 803-5555

June 4, 2003

Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
attn: Amendment Division

RE: CAPPUCCINO-TO-GO, INC.
Document No. of Corporation: P03000000728

Dear Sir/Madam:

Enclosed please find the original Articles of Amendment to Articles of Incorporation of the aforementioned corporation. Said corporation was misspelled during the initial filing (please note the change regarding the letter "P"). Please amend said name to read as follows:

CAPPUCCINO-TO-GO, INC.


Further amended, please note that the President is being changed from Martin L. Hoffman to Dan Hoffman and Martin L. Hoffman shall now be listed as the C.E.O.

I have enclosed Hoffman, Larin, Agnetti & Karas, P.A.'s check in the amount of thirty-five (\$35.00) dollars to cover the amendment fee.

Should you have any questions or comments, please contact me at (800) 803-5555.

Very truly yours,

HOFFMAN, LARIN, AGNETTI & KARAS, P.A.


Michelle D. Siflinger, paralegal to
Martin L. Hoffman
For the Firm

/mds
Enclosure

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED

03 JUN -9 PM 4:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Cappuccino-TO-GO, Inc., a
Florida corporation
(present name)

PO3000000728
(Document Number of Corporation (If known))

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

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

Article 1

please amend corporation's name
to read as:

CAPPUCCINO-TO-GO, INC.
(all capital letters, please)

please amend Article VII to reflect
Dan Hoffman, President
Martin L. Hoffman, CEO

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:

THIRD: The date of each amendment's adoption: 1/06/03

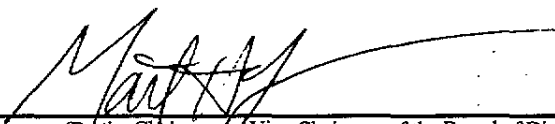
FOURTH: Adoption of Amendment(s) (CHECK ONE)

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

Signed this 3rd day of June, 2003.

Signature 
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Martin L. Hoffman
(Typed or printed name)

Incorporator
(Title)