

PO5000062193

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

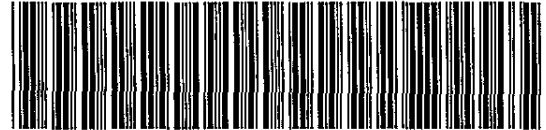
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



700059657477

09/16/05--01044--009 **35.00

FILED
05 SEP 16 PM 1:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SEP 22 2005

Amen

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: H.B.E. FRANCHISE SYSTEM, INC.

DOCUMENT NUMBER: P05000062193

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DEBRA S. HILL
(Name of Contact Person)

The Hill Law Firm
(Firm/ Company)

8810 Goodby's Executive Dr., Suite C
(Address)

Jacksonville, FL 32217
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Debra S. Hill at (904) 346-0140
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|--|

Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

H.B.E FRANCHISE SYSTEM INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P05000062193

(Document number of corporation (if known))

FILED
05 SEP 16 PM 1:11
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE VII:

TITLE: PRESIDENT

TITLE: VICE PRESIDENT

BETTY PACIFICO

FRANK PACIFICO

5475 SPRING RIDGE CT

5475 SPRING RIDGE CT

JACKSONVILLE, FL 32256

JACKSONVILLE, FL 32256

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

THE FOLLOWING STOCK IS TO BE ISSUED:

BETTY PACIFICO: 70 SHARES

FRANK PACIFICO: 30 SHARES

(continued)

The date of each amendment(s) adoption: AUGUST 10, 2005

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 29TH day of AUGUST, 2005

Signature Betty Pacifici
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

BETTY S. PACIFICI
(Typed or printed name of person signing)

(Title of person signing)

FILING FEE: \$35