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PAULICH, SLACK & WOLFF, P.A.
Attorneys at Law

December 8, 2000

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Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32314

RE: Shirley's Family Restaurant, Inc.,

Dear Secretary of State:

Enclosed please find an original and copy of the Articles of Amendment to Articles of Incorporation to be filed with your office, along with a check in the amount of \$35.00 made payable to the Secretary of State. Please return a file stamped copy to our office in the enclosed postage prepaid envelope.

Thank you for your assistance in this matter.

Sincerely yours,
PAULICH, SLACK & WOLFF, P.A.



Jerald R. Pitkin

JRP:jnh
Enclosures

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FILED
00 DEC 11 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend & N/C

T BROWN DEC 15 2000

JERALD R. PITKIN

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SHIRLEY'S FAMILY RESTAURANT, INC.**

FILED
00 DEC 11 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, SHIRLEY'S FAMILY RESTAURANT, Inc. (the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: ARTICLE I is amended to state that the NAME of this Corporation shall be:

MIRITELLO ENTERPRISES, INC.


ARTICLE I is amended to state that the principal place of business and mailing address of this Corporation shall be:

3360 10th Street North
Naples, Florida 341103

SECOND: The foregoing Amendment to the Articles of Incorporation was approved by unanimous consent of the Shareholders and Directors, and adopted by the Shareholders and Directors entitled to vote, on the 27th day of November, 2000, in the manner prescribed by the Florida Corporation Act.

THIRD: This Amendment shall be effective immediately upon filing with the Department of State of Florida.

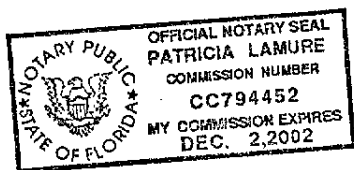
IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment on this 27th day of November, 2000.


Philip Miritello, President

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 27th day of November, 2000, by Philip Miritello, President of Shirley's Family Restaurant, Inc., a Florida corporation, on behalf

of the corporation, who is () personally known to me or who () produced
_____ as identification.



Patricia Lamure
Notary Public - State of Florida

Printed Name of Notary
My Commission Expires:

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