

M65020
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May 22, 1998

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

000002535620--5
-05/26/98--01114--009
*****85.00 *****35.00

SUBJECT: Articles of Amendment (Name Change):
From: The Cheese Barn, Inc.,
To: French Cafe and Pizza, Inc., &
Assignment of Fictitious Name -- Jan's Pizza.

Enclosed is an original of the articles of amendment for the above identified Florida Corporation. Also enclosed is an Application for Registration of Fictitious Name Registration. I have enclosed both together so that this dual change will be evident to whomever this package is routed. My client is taking to two actions, they are:

1. The existing corporation, The Cheese Barn, Inc., is changing its name to French Cafe and Pizza, Inc..
2. Under its new name, French Cafe and Pizza, Inc., the corporation has taken an assignment of the existing trade name "Jan's Pizza" from its previous owners Roy and Gail Smolarsky

A check for \$85.00 is enclosed. This represents payment for filing the articles of amendment (\$35) and the Cancellation and Re-registration of a Fictitious Name.

Very truly yours,



Michael J. Hauversburk

Enclosures
cc: Janine Simler

N/c Amend

See 6/11

FILED
98 JUN 11 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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June 9, 1998

Ms. Teresa Brown, Corporate Specialist
Division of Corporations
Post office Box 6327
Tallahassee, Florida 32314

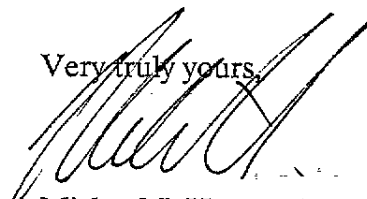
Re: The Cheese Barn, Inc./French Cafe and Pizza, Inc.; Name Change.
Ref. Number: M65020

Dear Ms. Brown,

Enclosed please find the corrected Articles of Amendment for the name change of the above referenced corporation. Please process as originally intended. Simultaneous with my original submission I also submitted the documents for canceling and re-issuing the trade name "Jan's Pizza" from its former owners the Roy and Gail Smolarsky to French Cafe and Pizza, Inc. Will that change now be made of records also?

If you have any questions please feel free to call.

Very truly yours,



Michael J. Hauversburk

Enclosures

cc: Janine Simler, President



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 1, 1998

MICHAEL J. HAUVERSBURK, P.A.
P.O. BOX 1368
PANAMA CITY, FL 32402

SUBJECT: THE CHEESE BARN, INC.
Ref. Number: M65020

We have received your document for THE CHEESE BARN, INC. and your check(s) totaling \$85.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown
Corporate Specialist

Letter Number: 798A00030653

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE CHEESE BARN, INC.

98 FILED
JUN 11 PM 2:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I of the articles of incorporation of THE CHEESE BARN, INC., was amended by the corporation's board of directors on MAY 8, 1998. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.0602.

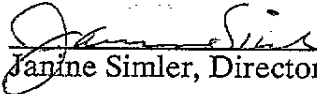
1. The name of the corporation is **FRENCH CAFE AND PIZZA, INC.**

2. Article I of the articles of incorporation of THE CHEESE BARN, INC. was amended as follows:

"The name of the corporation is **FRENCH CAFE AND PIZZA, INC.**"

3. The foregoing amendment to articles of incorporation was duly adopted by the board of directors on May 8, 1998, pursuant to Shareholder resolution adopted May 8, 1998.

In witness whereof, the undersigned Director of this corporation has executed these articles of amendment on May 8, 1998.


Janine Simler, Director
President

FEI 59-2875491
Corp. #M65020