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BASIC AMENDMENT

GOURMET FOODS INTERNATIONAL, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GOURMET FOODS INTERNATIONAL, INC.
Document Number 690911**

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

FIRST: Amendment adopted:

Article I: Name is hereby amended by changing the name of the corporation to:

BB GFI HOLDINGS, INC.

SECOND: The date the Amendment was adopted was October 10, 2003.

THIRD: The amendment was approved unanimously by the Shareholders and the Board of Directors of the Corporation.

Signed this 10th day of October 2003.



WILLIAM PERL, PRESIDENT

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