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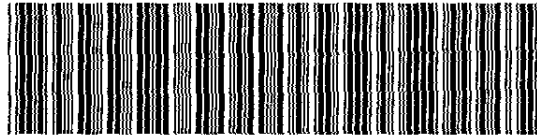
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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 507743 7292882
AUTHORIZATION : *Patricia Pizutto*
COST LIMIT : \$ 55.00

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ORDER DATE : March 18, 2004

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ORDER NO. : 507743-005

CUSTOMER NO: 7292882

CUSTOMER: Suzette Ashby, Legal Assistant
Delancyhill, P.a.
Suite 2680
200 South Biscayne Blvd.
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: CELEBRITY CHEESECAKES, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Susie Knight -- EXT# 2956

EXAMINER'S INITIALS: _____

**AMENDED ARTICLES OF ORGANIZATION
OF
CELEBRITY CHEESECAKES, LLC**


- FIRST:** The date of filing of the Articles of Organization of CELEBRITY CHEESECAKES, LLC was February 28, 2003.
- SECOND:** The following amendment to the Articles of Organization was adopted by the limited liability company, on March 1, 2004. Unanimous member action was required and procured by Company resolution.
- THIRD:** Article VII is hereby added and stated as follows:

ARTICLE VII – MEMBERS

The members of the Company shall be as follows:

<u>Name</u>	<u>Address</u>
Runita Corp.	974 S. State Rd. 7 Margate, FL 33068
Ealy Corporation	2450 N.W. 76 th Street Miami, FL 33147
Lil Cheez, LLC	2531 Cordoba Bend Weston, FL 33327

IN WITNESS WHEREOF, the undersigned has made and subscribed to this amendment to the Articles of Organization at Miami, Florida, on this 5th day of March, 2004.



Marlon A. Hill, Esq.
Authorized Representative of Members

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