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& name change

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04 MAR 18 AM 8:44
TALLAHASSEE, FLORIDA

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March 16, 2004

Division of Corporations
Secretary of State
State Of Florida
P.O. Box 6327
Tallahassee, FL 32314

Re: My LiL Cafe, LLC
Document Number: L04000005979
Filing Date: 1/10/03

Dear Sir or Madam:

Enclosed please find the Articles of Amendment to Articles of Organization of My LiL Cafe, LLC a Florida Limited Liability Company and a check for the appropriate fee.

Sincerely,



Howard A. Caplan

HAC/mt
enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
MY LIL CAFE, LLC
A FLORIDA LIMITED LIABILITY COMPANY

FILED
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SEC. OF STATE
TALLAHASSEE, FLORIDA

FIRST:

The date of filing of the Articles of Organization was January 22, 2004.

SECOND:

Amend Article I of the initial Articles of Organization of the company to: The name of the limited liability company will be My LiL Cyber Cafe, LLC.

THIRD:

Add as Article VI to the Articles of Organization of the company: No contract or other transaction between this company and any other company will be affected by the fact that any member of this company is interested in or is a member of such other company. Every person who may become a member of this company is hereby relieved from any liability that might otherwise exist from contracting with this company for the benefit of himself or any firm, association, or company in which he may be interested in any way.

FOURTH:

Add as Article VII to the Articles of Organization of the company: The company will indemnify any and all persons who may serve or who have served at any time as member, manager, managing member, employee, or agent of the company or at any time have served as member, manager, managing member, employee, or agent of another company in which the company at such time owned or may own an membership interest or of which

it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such person(s) in connection with the defense or settlement of any claim, action, suit, or proceeding in which they, or any of them, are made a party, or parties, or which may be asserted against them or any of them, by reason of being or having been members, managers, managing members, employees, or agents of the company, or of such other company except in relation to matters as to which any such member, manager, managing member, employee, or agent or former member, manager, managing member, employee, or agent will be adjudged in any action, suit, or proceeding to be liable by his own negligence or misconduct in the performance of his duty. Such indemnification will be in addition to any other rights to which those indemnified may be entitled under any law, agreement, vote of members, or otherwise, and the company may indemnify any member, manager, managing member, employee, or agent or any former member, manager, managing member, employee, or agent to the fullest extent permitted by law.

FIFTH:

These amendments and authorization to file these Articles of Amendment were approved by the sole member.

IN WITNESS WHEREOF, the undersigned authorized representative of the Member has executed these Amendments to Articles of Organization, this 15th day of March, 2004.


Howard A. Caplan