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January 11, 2000

Florida Division of Corporations Attention: Amendment Filing Dept. 409 East Gaines Street Tallahassee, FL 32399

900003102159--6 -01/19/00--01021--012 *****55.00 *****55.00

Re: Amendment to Articles of Organization

Dear Sirs:

On behalf of our client, I am enclosing two sets of Articles of Amendment to Articles of Organization of Alfredo Restaurant Franchising, L.L.C. (File # L99000001784).

Also enclosed is our check for \$55.00 which represents the \$25 filing fee and \$30.00 certified сору.

Please return the certified copy of the Amendment to me as soon as possible.

If you have any problems please call me direct at 1-800-264-6680 or at the above telephone number. Thank you.

If you need further assistance, please advise.

Steven P. Oppenheim

Cordially,

SPO/s Encl.

ARTICLES OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

OF

ALFREDO RESTAURANT FRANCHISING, L.L.C.

Lag-1784

Pursuant to Chapter 608, Florida Statutes, ALFREDO RESTAURANT FRANCHISING, L.L.C., a Florida limited liability company adopts the following Articles of Amendment to its Articles of Organization.

FIRST: The name of the company is: ALFREDO RESTAURANT FRANCHISING, L.L.C.

SECOND: The Articles of Organization were filed on March 30, 1999.

THIRD: The following amendment to the Articles of Organization was adopted by the company, its Manager and its Members:

Paragraph 1 is hereby deleted and superceded by the right wing:

1. Name. The name of this company shall be ALTREDO USAN

FOURTH: This amendment was adopted and approved by the Manager and all of the Members of the company, by respective unanimous vote, as of the 11th day of January, 2000.

Dated as of the _____ day of January, 2000.

AMERICAN TELECOMMUNICATIONS NETWORK, L.L.C. (Manager and Member)

Francesco Stipo, President