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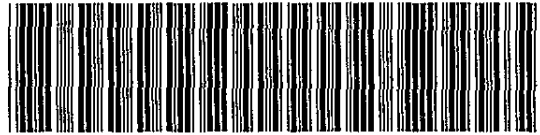
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Leonard & Morrison

10th Floor

4875 NORTH FEDERAL HIGHWAY
Fort Lauderdale Florida 33308

WILLIAM F. LEONARD
RICHARD W. MORRISON
C. GLENN LEONARD

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PLEASE REPLY TO:

POST OFFICE BOX 11025
FORT LAUDERDALE, FLORIDA 33339

OF COUNSEL:
WILLIAM ROBERT LEONARD

October 4, 2004

Division of Corporations
Secretary of State
P. O. Box 6327
409 E. Gaines Street
Tallahassee, Florida 32301

Re: Red Gap, Inc.

Gentlemen:

I enclose herewith the original and one copy of Articles of Amendment, as well as a check in the amount of \$ 35.00 as and for the filing fee for said Articles.

Please return the certified copy of the Articles to us as soon as is possible. Your quick service is greatly appreciated. Thank you.

Sincerely,



RICHARD W. MORRISON
RWM/cb
Enclosures/Articles/check

ARTICLES OF AMENDMENT

OF

RED GAP, INC.

FILED
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AM 11:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1 - Name

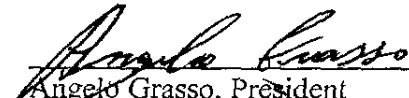
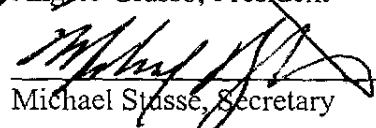
1. Article 1 of the Articles of Incorporation of Red Gap, Inc. Is hereby amended to read:

"ARTICLE 1 - NAME

The name of this corporation is Pa DeGENNARIO'S, INC."

2. The foregoing amendment was adopted by the shareholders of this corporation on the 1st day of September 2004.

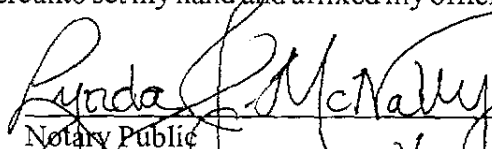
IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 30 day of September, 2004.


Angelo Grasso, President

Michael Stusse, Secretary

STATE OF MASSACHUSETTS
COUNTY OF Suffolk

BEFORE ME, a notary public authorized to take acknowledgments, personally appeared ANGELO GRASSO and MICHAEL STUSSE known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed those Articles of Amendment.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, this 30 day of September, 2004.


Notary Public
My Commission Expires. 8/05/05

