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MEMBER FL AND KY BARS

PLEASE REPLY TO:
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April 26, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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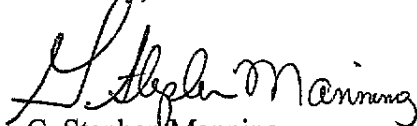
RE: Articles of Amendment of Nasir Honest, Inc./
Change of Name to Celeno's New York Style Pizza, Inc.

Dear Sir/Madam:

Enclosed for filing is an original and one (1) copy of the executed Articles of Amendment for Nasir Honest, Inc. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Please call me should any additional information be required or should you have any questions concerning these documents.

Sincerely,


G. Stephen Manning

GSM/mlc

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
MAY - 11 AM 10:09
TALLAHASSEE, FLORIDA

N/C

V. SHEPARD MAY 10 2000

ARTICLES OF AMENDMENT OF THE
ARTICLES OF INCORPORATION
FOR
NASIR HONEST, INC.

Pursuant to Florida Statutes Section 607.1006, the undersigned officers of Nasir Honest, Inc. ("Corporation") described herein hereby submits the following amendment to the Corporation's Articles of Incorporation to the Florida Department of State.

1. The date of incorporation of the Corporation is January 20, 2000.
2. The name of the corporation before amendment was Nasir Honest, Inc.
3. The name of the Corporation after amendment will be Celeno's New York Style Pizza, Inc.
4. The text of this amendment as adopted is as follows:

The name of this Corporation is Celeno's New York Style Pizza, Inc.

5. The date of adoption of this amendment is April 26, 2000.
6. This amendment was adopted by the Board of Directors and has been approved and consented to by the sole shareholder
7. This amendment will be effective upon filing.
8. The manner of the adoption of the Articles of Amendment and the vote by which it was adopted constitute full legal compliance with the provisions of applicable law, the Corporation's Articles of Incorporation and the corporation's Bylaws.

I hereby verify subject to the penalties of perjury that the statements contained are true this 26th day of April, 2000.

NASIR HONEST, INC.

By: NASIR ZORI
Nasir Zori, Its President

Attest:

NASIR ZORI
Nasir Zori
Corporate Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 26th day of April, 2000 by Nasir Zori, President and Secretary of Nasir Honest, Inc., a Florida corporation, on behalf of the corporation.

Michelle O'Rourke
Notary Public, State of Florida at Large

My Commission Expires: 10-04-02



Michelle O'Rourke
My Commission CC780105
Expires October 4, 2002

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE
2000 MAY -1 AM 10:09

Shareholder and Director Consent

The following, being the Sole Shareholder and Director of Nasir Zori, Inc., does hereby consent and agree to these Amended Articles of Incorporation and the corporate name change set forth herein.

NASIR ZORI
Nasir Zori