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• ADMITTED TO U.S. SUPREME COURT
▼ ALSO ADMITTED TO TENNESSEE BAR
† ADMITTED TO 11TH CIRCUIT COURT OF APPEALS
♦ ADMITTED TO U.S. DISTRICT COURTS FOR SOUTHERN
AND MIDDLE DISTRICTS OF FLORIDA

PLEASE REFER TO
OUR FILE #

July 24, 2002

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

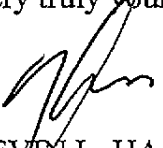
Re: Priceless Pizza, Inc.

Dear Sir or Madam:

In regard to the above corporation, enclosed please find original and one copy of the Articles of Amendment to Articles of Incorporation to amend the articles. Also enclosed is my trust account check number 014694 in the sum of \$35.00 for the filing fee required in this connection.

Please send the certified copy of the amendment to Articles of Incorporation stamped by the Secretary of State to the undersigned when completed. Thank you for your attention to this matter.

Very truly yours,


KEVIN L. HAGEN
KLH:hk
Enclosures

cc: Tommy Perry

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 26 PM 4:19

Amend

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 JUL 26 PM 4: 19

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF

Priceless Pizza, Inc.

Pursuant to the provisions of §607.1006 of the Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted and modifying articles:

ARTICLE VII

BOARD OF DIRECTORS AND OFFICERS

The names and addresses of the Board of Directors of this Corporation and their offices are:

<u>NAME</u>	<u>ADDRESS</u>
Thomas Perry	7750 Hood Street Hollywood, Florida 33024
President/Vice President/Secretary	

SECOND: The date of the amendment's adoption is July 18, 2002.

THIRD: These Articles of Incorporation were amended in the manner provided by law. The amendment was approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders signed a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I, the President/Chairman of the Board, has executed these
Articles of Amendment to Articles of Incorporation this 18 day of July, 2002.

Thomas Perry (SEAL)
Thomas Perry

STATE OF FLORIDA)
) ss:
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared to me, Thomas Perry, well known and known to me to be the individual described in, and who executed the foregoing Articles of Amendment to Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Lauderdale Lakes, County of Broward, State of Florida, this 18 day of July A.D., 2002.

[Signature]
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

