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Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32301

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-08/23/02--01015--010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: Cruis'n Cafe, Inc.

Gentlemen:

Enclosed herewith is the original and a copy of an Amendment to the Articles of Incorporation of the above referenced corporation. Also enclosed is a check in the amount of \$35 to cover the filing fee.

Please return a copy of the Amendment to the Articles of Incorporation to me at the address that we have provided for you.

Sincerely,



Paula Cason  
3507 30th Ave N.  
St. Petersburg, FL 33713

FILED  
02 AUG 23 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

8/23/02

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FILED

02 AUG 23 PM 4: 08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

**Cruis'n Cafe, Inc.**

1. ARTICLE V of the Articles of Incorporation of Cruis'n Cafe, Inc. is amended to read as follows:

ARTICLE V

INITIAL REGISTERED AGENT AND OFFICE: The principal place of business and the street address of its registered agent shall be in Pinellas County, Florida, at 3507 30<sup>th</sup> Avenue North, St. Petersburg, Florida, 33713 and the name of that registered agent is Paula Cason.

2. ARTICLE VII of the Articles of Incorporation of Cruis'n Cafe, Inc. is amended to read as follows:

ARTICLE VII

INITIAL BOARD OF DIRECTORS: <sup>HAVE</sup> This corporation shall have one director and the name and address of that director is:

Paula Cason  
3507 30<sup>th</sup> Avenue North  
St. Petersburg, FL 33713

3. ARTICLE VIII of the Articles of Incorporation for Cruis'n Cafe, Inc. is amended to read as follows:

INCORPORATOR: The name and address of the person signing these Amended Articles of Incorporation is: Paula Cason, 3507 30<sup>th</sup> Avenue North, St. Petersburg, Florida, 33713.

The foregoing amendment was adopted by the shareholders of this corporation on August 8, 2002.

IN WITNESS WHEREOF the undersigned president, secretary and shareholders of this corporation have executed these Articles of Amendment on August 8, 2002.

*Paula Casan*

President

*Paula Casan*

Secretary

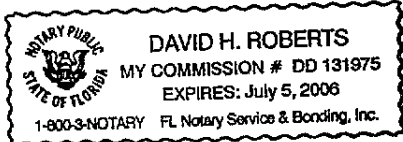
*Paula Casan*

Shareholder

\_\_\_\_\_  
Shareholder

STATE OF FLORIDA  
COUNTY OF PINELLAS

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared *Paula L. Casan*, to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.



*David H. Roberts*

Notary Public

My commission expires: \_\_\_\_\_

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First – That, Cruis'n Café, Inc., organized under the laws of the State of Florida with its principal offices located, as indicated in the Articles of Incorporation, at City of St. Petersburg, County of Pinellas, State of Florida, has named Paula Cason, located at 3507 30<sup>th</sup> Avenue North, City of St. Petersburg, County of Pinellas, State of Florida, as its agent to accept service of process within the state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: Paula Cason  
Resident Agent

Paula Cason  
President

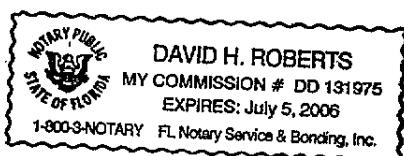
Paula Cason  
Secretary

Paula Cason  
Shareholder

\_\_\_\_\_  
Shareholder

STATE OF FLORIDA  
COUNTY OF PINELLAS

I hereby certify that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Paula Cason to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.



David H. Roberts  
Notary Public  
My commission expires: