

Alexander E. Borell

Attorney At Law

9220 Sunset Drive, Suite 201
Miami, Florida 33173

Phone (305) 275-8825
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P00000066929

December 5, 2000

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee FL 32314

Re: Amendment of Articles of Incorporation
For Café Romance Supper Club

To Whom it may Concern,

300003492319--4
-12/08/00--01101--003
*****61.25 *****52.50

Attached I am sending you the Amendment to the above corporation. Should you have any questions please feel free to contact me.

Very truly yours,



Alexander E. Borell

FILED
00 DEC -7 AM 11: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
00 DEC -7 AM 11: 22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CAFE ROMANCE SUPPER CLUB AND RESTAURANT, INC.

(present name)

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

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

LINO A. CRUZ is hereby added as President// Director of the Corporation, and Aida Villar is hereby deleted as President.

The address for Lino A. Cruz is 9611 W. Flagler Street, Miami Fl 33174.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

N/A

THIRD: The date of each amendment's adoption: November 20, 2000

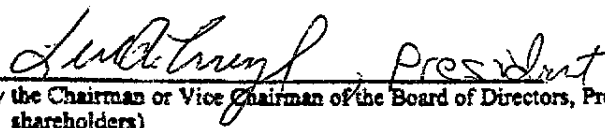
FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27 day of November, 2000.

Signature  President
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title

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- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27 day of November, 2000

Signature

Scott L. ... President
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Typed or printed name

Title