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February 19, 2001

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COURT MEDIATOR

° ALSO LICENSED IN
CONNECTICUT

°° ALSO LICENSED IN
ALABAMA

4553-1

Bureau of Corporate Records
Division of Corporations
George Firestone Building
409 East Gaines Street
Tallahassee, FL 32399

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-02/26/01--01155--004
*****43.75 *****43.75

Re: Articles of Amendment to Articles of Incorporation
of COUNTRY CUPBOARDS OF SARASOTA, INC.

Dear Sir or Madam:

Enclosed are the original and duplicate of Articles of Amendment to the Articles of Incorporation for the above-referenced corporation, together with a check in the amount of \$43.75 to cover the cost of the filing fee and a certified copy.

Please file the Articles and return a certified copy to the undersigned.

Thank you for your assistance.

Very truly yours,

John M. Compton

NC
2-28-01
BTS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB 26 AM 9:58

FILED

JMC:dfe\wp80\4553\1\SOSfileAmsRQL1

Enclosures

cc: Mr. James L. Butler

cc: Mr. Andrew J. Britton, Esq.

ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
COUNTRY CUPBOARDS OF SARASOTA, INC.

FILED
01 FEB 26 AM 9:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. The following provisions of the Articles of Incorporation of COUNTRY CUPBOARDS OF SARASOTA, INC., a Florida corporation, filed in Tallahassee, on January 25, 2001, are amended in the following particulars:

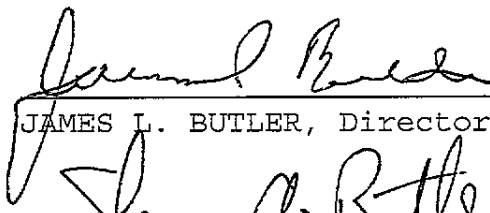
Article I - NAME is amended to read as follows:

The name of this corporation is:

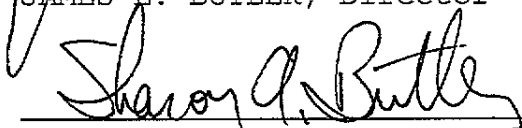
COUNTRY CUPBOARDS OF VENICE, INC.

2. The foregoing amendment was unanimously adopted by the shareholders and directors of the corporation on February 6, 2001. The number of votes cast in favor of the amendment by the shareholders is sufficient for approval.

DATED: February 6, 2001



JAMES L. BUTLER, Director



SHARON A. BUTLER, Director