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From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
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BASIC AMENDMENT

FUNNY BAGEL FOOD COMPANY, INC.

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AMEND
KRB
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 28, 2001

FUNNY BAGEL FOOD COMPANY, INC.
1207 NE 92 STREET
MIAMI SHORES, FL 33138

SUBJECT: FUNNY BAGEL FOOD COMPANY, INC.
REF: F01000022825

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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Karen Gibson
Corporate Specialist

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TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is:
Funny Bagel Food Company, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:

ARTICLE IV is deleted in its entirety and is replaced with the following:

ARTICLE IV.

The Corporation shall have the authority to issue 30,000,000 shares of common stock, par value
\$.0001 per share.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on
March 16, 2001.

Article IV. Approval of Amendment

The amendment set forth in these Articles of Amendment was adopted by the
Corporation's Board of Directors without shareholder action pursuant to F.S.
607.1005. Shareholder action was not required.

The undersigned executed this document on the date shown below.

Funny Bagel Food Company, Inc.

By: 

Name: Kevin Sepe

Title: Director and President

Date: March 28, 2001

William Saigado, Esq. FL Bar Member 0147796
Bilzin Sumberg Dunn Price & Axelrod LLP
200 South Biscayne Boulevard
Miami, FL 33133
(305)374-7580

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