

PO1000022825

10/27/01 5:07 PM

Florida Department of State
Division of Corporations
Public Access System
Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H01000109358 1)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:
Division of Corporations
Fax Number : (850) 205-0380

From:
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

BASIC AMENDMENT

FUNNY BAGEL FOOD COMPANY, INC.

Certificate of Status	1
Certified Copy	0
Page Count	04
Estimated Charge	\$43.75

RECEIVED
OCT 24 AM 7:48
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 OCT 24 PM 2:08

Electronic Filing Menu

Corporate Filing

Public Access Help

Amendment
10/24/01
DC

H01000109358 1

**SECOND ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
FUNNY BAGEL FOOD COMPANY, INC.**

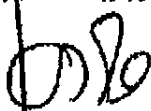
The undersigned, Kevin Sepe, being the duly elected President of Funny Bagel Food Company, Inc., a Florida corporation (the "Corporation"), does hereby certify, attest and serve notice, pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, that Article IV of the Articles of Incorporation, as amended, of the Corporation is hereby amended in its entirety to read as follows:

**"ARTICLE IV
CAPITAL STOCK**

The Corporation shall have the authority to issue 65,000,000 shares of common stock, par value \$.0001 per share."

Such amendment of the Articles of Incorporation of the Corporation, has been duly approved, authorized and directed by the Board of Directors and by the shareholders of the Corporation by Joint Written Consent of Shareholders and Board of Directors in Lieu of Special Meetings Thereof dated as of October 22, 2001. The number of votes cast for the amendment were sufficient for approval. All other provisions of the Articles of Incorporation of the Corporation shall remain in full force and effect without any modification thereof.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal in the capacity aforesaid as of the 22nd day of October, 2001, on behalf of the Corporation.



Kevin Sepe, President

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2001 OCT 24 PM 2:08