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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

CAKES BY BELLA, INC.

OS NO 15 PH S. LO. PURSUANT TO THE ARTICLES OF SELECTION 687, 1006 FLORIDA STATUES, THE UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATIO

FIRST: Amendment(s) adopted:

Directors shall now read as follows:

Delete:

Martin J. Lopez

= Vice-Pres., Director

19160 S.W. 29 Court Miami, Florida 33029

Barbara A. Calvino

Pres., Secretary, Treasurer

13363 N.W. 8 Lane Miami, Florida 33182

Add:

Barbara Calvino

17870 N.W. 2 Street

= Pres., Vice-Pres., Secretary,

Treasurer, Director

Pembroke Pines, Florida 33029

Change Mailing Address:

17870 N.W. 2 Street

Pembroke Pines, Florida 33029

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

Third: The date of each amendment's adoption: August 13, 2003

Fourth: Adoption of Amendment(s)

X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment (s) was/were sufficient for approval.

Signed this 13 day of August, 2003

Signature: Signature:

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

Or

(By a director if adopted by the director)

Or

(By an incorporator is adopted by the incorporators)

Barbara Calvino

President