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To:

Division of Corporations

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From:

Account Name

: FLORIDA & OFFSHORE BUSINESS FORMATION, INC.

Account Number: I20010000099 Phone

: (775)884-1357

Fax Number

(775)882-6818

DIVISION OF TORPORATIONS

BASIC AMENDMENT

BELLABUCCI INNOVATIONS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BELLABUCCI INNOVATIONS, INC.

(present name)

P01000109850

(Document Number of Corporation (If known)

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)

ARTICLE VII: OFFICERS ARE AS FOLLOWS:

EDMUND OLIVERA - PRÉSIDENT MICHELE BUCCELLATO - VICE PRESIDENT

D3 JM 21 PH 12: 16
SECRETA SSEE, FLORIDA

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:

THIRD:	The date of each amendment's adoption: 01/16/2003	
FOURTE	: Adoption of Amendment(s) (CHECK ONE)	
Ē	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	ne amendment(s) was/were approved by the shareholders through voting groups, we following statement must be separately provided for each voting group entitled to voting arrately on the amendment(s):	
	"The number of votes cast for the antinement(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 17 day of January 2003. Signature McColl Juccoll 40 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the starcholders)		
OR		
(By a director if adopted by the directors)		
OR		
(By an incorporator if adopted by the incorporators)		
	MICHELE BUCCELLATO (Typed or printed name)	
	VICE PRESIDENT/DIRECTOR	
(Title)		