

ZIES BROTHERS, P.A.

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January 30, 2002

Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, Florida 32399

RE: Articles of Amendment to Articles of Incorporation of The Xteraunt, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation for The Xteraunt, Inc. Also enclosed, please find check #1495 in the amount of \$43.75 as the required fee to process said documents. Please file same and return a certified copy to my office.

Thank you in advance for your prompt attention to this matter.

Respectfully submitted,

ZIES BROTHERS, P.A.


G. Philip J. Zies

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 7, 2002

ZIES BROTHERS, P.A.
% G. PHILIP J. ZIES
15 SILVER PALM AVENUE
MELBOURNE, FL 32901

SUBJECT: THE XTERAUNT, INC.
Ref. Number: P02000005414

We have received your document for THE XTERAUNT, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6916.

Carol Mustain
Corporate Specialist

Letter Number: 102A00007748

ZIES BROTHERS, P.A.

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15 Silver Palm Avenue
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February 13, 2002

Ms. Carol Mustain, Corporate Specialist
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment for **The Babcock St. Eatery, Inc.**

Dear Ms. Mustain:

Enclosed please find an original and one (1) copy of the Articles of Amendment to Articles of Incorporation for The Babcock St. Eatery, Inc. My office previously provided you with check #1475 in the amount of \$43.75 as the required fee to process said documents. Also enclosed please find a copy of your letter dated February 7, 2002. Please file the Articles of Amendment and return a certified copy to my office.

Thank you for your attention to this matter.

Respectfully submitted,

ZIES BROTHERS, P.A.



G. Philip J. Zies

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE XTERAUNT, INC.

Pursuant to the provisions of section 607.1001, Florida Statutes, this Florida corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Article I, of the Articles of Incorporation filed January 11, 2002, shall be removed in its entirety and shall be amended to read as follows:

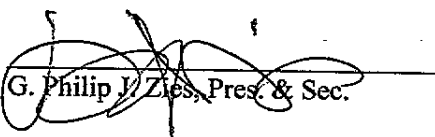
"ARTICLE I.-NAME

The name of this corporation is THE BABCOCK ST. EATERY, INC."

SECOND: This amendment is effective as of the date of filing these articles of amendment with the Department of State.

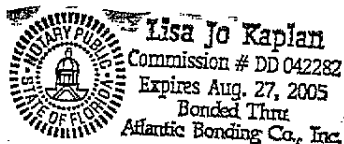
THIRD: This amendment was approved by the Board of Directors, proposed by the Board of Directors to the Stockholders, and approved at a Stockholder's meeting. The number of votes cast for the amendment were sufficient for approval.

Signed this 13 day of FEBRUARY, 2002.

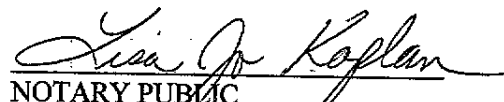

G. Philip J. Zies, Pres. & Sec.

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing instrument was acknowledged before me this 13 day of February, 2002, by G. Philip J. Zies, as President and Secretary of The Babcock St. Eatery, Inc., who is personally known to me.



My Commission Expires: 8-27-05


NOTARY PUBLIC
State of Florida at Large

FILED
02 FEB 18 PM 2:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA