HEAVENLY BREAD 2131 STIBLING RO FORT LAULERDALE FL 33319

CR2E031(7/97)

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CORPORATION NAME(S) & DOC	CUMENT NUMBER(S), (if known):
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NEW FILINGS	AMENDMENTS
Profit	Amendment
Not for Profit	Resignation of R.A. Officer/Director
Limited Liability Domestication	Change of Registered Agent Dissolution/Withdrawal
Other	= Dissolution Withdrawai
OTHER FILINGS	Merger REGISTRATION/QUALIFICATION Foreign Limited Partnership
Annual Report	Foreign PFST
Fictitious Name	Limited Partnership
	Reinstatement
	Trademark Other
	Amend
82E031(7/97)	Examiner's Initials

ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION

HEAVENLY BREAD,

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 I

TO ADD MISIM PELAS AS VICE PRESIDENT OF THE CORPORATION.

MISSIM PELAS : will own 50% of the Shares SHLONI JEN-DAUD WILL OWN 50% OF the Shares

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 25/02
	Adoption of Amendment(s) (CHECK ONE)
Q	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	voting group
a	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
ū	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Sign	ned this 5 day of TEBRUARY ,# 2002
Signature _	(By the Chairman or Vice Chairman of the Board of Directors. President or other officer if adopted by
	of other officer if adopted by
	OR OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	SHOWI BED DAVID Typed or printed name
	PRESIDENT Director