

6464 FIRST AVENUE NORTH ST. PETERSBURG, FLORIDA 33710

PERSONAL INJURY & WRONGFUL DEATH TRIAL PRACTICE GENERAL PRACTICE TELEPHONE: (727) 345-3788 FAX: (727) 347-7115 Paul W. Hitchens Robert "Bo" Michael

May 13, 2002

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

In re: Articles of Amendment for Smith's Southgate Cafe, Inc.

Dear Sir or Madame:

Enclosed for filing are Articles of Amendment for Smith's Southgate Cafe, Inc. Also enclosed is my check in the amount of \$35.00 to cover the filing fee.

Thank you.

SincereTy,

Paul W. Hitchens

PWH/pwa Encls.

AUTHORIZATION BY PHONE TO

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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SLURE MAKY OF STATE TALLAHASSEE, FLORIDA

SMITH'S SOUTHGATE CAFE, INC.

(present name)

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: NAME - The name of the corporation is SMITH INKPEN, INC.
ARTICLE II: PRINCIPAL OFFICE - The principal place of business and
mailing address of the corporation is 5514 Cannonade Drive,
Wesley Chapel, Florida 33544.
ARITCLE IV: REGISTERED AGENT AND ADDRESS - The name and
address of the registered agent is Dennis J. Inkpen,
5514 Cannonade Drive, Wesley Chapel, Florida 33544.

All other articles are the same.

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:

Not applicable.

-IIRD:	The date of each amendment's adoption: 5/13/02 .
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
Σk	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	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"
	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.
Signature	Signed this
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	DENNIS TAKPEN Typed or printed name
	Title