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(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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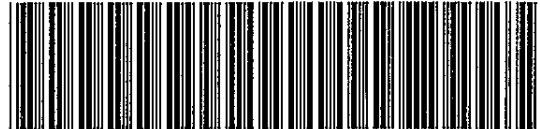
(Business Entity Name)

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TALLAHASSEE, FLORIDA

Amend

Andrew Cuevas
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Susana Rice Roque

Roberto J. Ortiz
Milton Fuentes

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November 5, 2002

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

CERTIFIED MAIL

RE: OLIVO'S CAFÉ, INC.

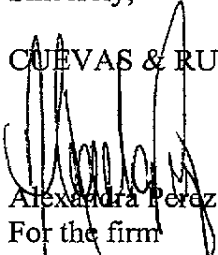
Dear Sir/Madam:

Enclosed please find the original Statement of Change of Registered Office or Registered Agent or Both for Corporations and the original Articles of Amendment to Articles of Incorporations of Olivos' Café, Inc., together with checks nos. 7709 and 7710 each in the sum of \$35.00 for the filing fees.

If you should have any questions, please do not hesitate to contact our office.

Sincerely,

CUEVAS & RUBIN, P.A.


Alexandra Perez
For the firm
AC:ap
encl.

client-firm/client q-t/romo ana isabel/business purchase/secretary state-01

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TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OLIVO S CAFE, INC.

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: Amendments(s) adopted:

A) Article V is hereby amended to change the Corporation's Principal Office and Mailing Address to:

6974 Collins Avenue, Miami Beach, FL 33141

B) Article VII is hereby amended to change its Initial Directors/Officer to the following:

Ana Isabel Romo, President / Treasurer / Secretary
6974 Collins Avenue
Miami Beach, FL 33141

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 the adoption of the aforementioned amendments is October 31, 2002.

FOURTH: Adoption of Amendment(s) (*check one*)

XXXX 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 31st day of October, 2002.

Signature:

Ana Isabel Romo, President

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TALLAHASSEE, FLORIDA