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BASIC AMENDMENT  
WESTSHORE PIZZA XXX, INC.

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ARTICLES OF AMENDMENT

OF

WESTSHORE PIZZA XXX, INC.

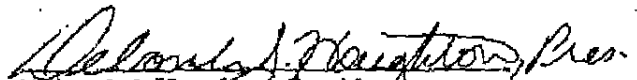
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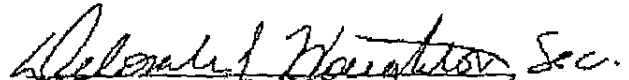
The Articles of Incorporation of Westshore Pizza XXX, Inc., a Florida corporation, are hereby amended by:

Striking from Article I the name "Westshore Pizza XXX, Inc." and by substituting in its place the name "Chubby Enterprises, Inc."

The foregoing amendment was adopted by written consent of all shareholders entitled to vote and unanimous consent of the directors of the corporation on the 30 day of January, 2003.

IN WITNESS WHEREOF, the president and secretary of the corporation have executed these Articles of Amendment, this 30 day of January, 2003.

  
Deborah J. Houghton, President

  
Deborah J. Houghton, Secretary