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Account Name EMPIRE CORPORATE KIT COMPANY

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BASIC AMENDMENT

SEA THE BREEZE OF FT. LAUDERDALE, INC.

| Certificate of Status | 0 |
|-----------------------|---------|
| Certified Copy | 1 |
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FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

December 5, 2002

SEA THE BREEZE OF FT. LAUDERDALE, INC. 234 ALMOND AVENUE FT. LAUDERDALE, FL 33316

SUBJECT: SEA THE BREEZE OF FT. LAUDERDALE, INC.

REF: P02000104629

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ARTICLES OF AMENDMENT TOARTICLES OF INCORPORATION OF



SEA THE BREEZE OF FT. LAUDERDALE.

(present name)

P02000104629 (Document Number of Corporation (If known)

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 VI ADDRESS

DELETE-234 ALMOND AVENUE, FT. LAUDERDALE, FL. 33316 ADD- 1617 N.E. SEVENTH PLACE, FT. LAUDERDALE, FL. 33304

ARTICLE IX - BOARD OF DIRECTORS-MEMBERS

DELETE- YAAKOV H. BENELISHA 2445 S.W. 18TH. TERRACE APT. 803

FT. LAUDERDALE, FLORIDA 33316 ADD-SHIMON COHEN

1617 N.E. SEVENTH PLACE

FT. LAUDERDALE, FLORIDA 33304

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:

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| THIRD: | The date of each amendment's adoption: BOTH DECEMBER 4,2002 |
|----------|---|
| FOURTE | : Adoption of Amendment(s) (CHECK ONE) |
| - | 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" |
|)Z | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. |
| | |
| | Signed this 4 day of DECEMBER 2002 |
| Signatur | Thom Com |
| | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) SHIMON COHEN |
| | OR _ |
| | (By a director if adopted by the directors) |
| , | or _ |
| | (By an incorporator if adopted by the incorporators) |
| | Shiman Cohen Typed of printed name |
| | Director |