## P02000132321

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Daniel Benitez  BELLA NAPOLI RISTORANTE, INC. 765 NW 155 Terrace Pembroke Pines, FL 33028  (Augusts)	
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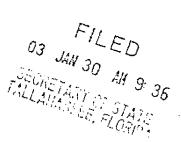
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Amend 45/03

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



BELLA NAPOLI RISTORANTE, INC.	
Bella Napoli Ristorante, Inc.	
(present name)	
P02000132321	
(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 IV is to be amended from:

The number of shares the corporation is authorized to issue is: 100 [one hundred]

to:

"The number of shares of common stock that this corporation is authorized to issue is: 1,000 [one thousand] shares of the par value of \$1.00 each. The aforementioned corporate shares of common stock are distributed as follows:

Daniel Benitez / President .......... 51.0% Victor Geribon / Vice President ... 49.0%

**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:

N/A

THIRD:	The date of each amendment's adoption: January 1, 2003
	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.
<u> </u>	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)
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
2	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 1 day of January 2003
Signature_	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by
	the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	DANIEL BENITEZ
	(Typed or printed name)
	President / Incorporator
	(Title)