

Florida Department of State

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: ACE INDUSTRIES, INC.

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BASIC AMENDMENT

BAGELS BY THE BRIDGE, INC.

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10/28/03



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

October 29, 2003

BAGELS BY THE BRIDGE, INC. 638 S. MIAMI AVE. MIAMI, PL 33130

SUBJECT: BAGELS BY THE BRIDGE, INC.

REF: P03000094262

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlene Connell Document Specialist FAX Aud. #: H03000305779 Letter Number: 403A00058848 HO3-305779

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

BAGELS BY THE BRIDGE, INC.

(Present Name of Corporation)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: Amendment(s) adopted: Indicate article number(s) being amended, added or deleted. ARTICLE 1: NAME & ADDRESS OF CORPORATION SHALL BE CHANGE TO: BAGELS IN THE GABLES, INC., 1831 PONCE DE LEON BLVD., CORAL GABLES, FL. 33134

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 itselfare as follows: THIRD: The date of each amendment's adoption: 10/28/03 FOURTH: 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 ". (Voting group) The amendment(s) was/were adopted by board of directors without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the incorporator without shareholder action and shareholder action was not required.

(By the Chairman or Vice Chairman of the Board of Directors, President, Incorporator, Director, Registered Agent or other officer if adopted by the shareholders.)

TYPED OR PRINTED NAME: ESPERANZA OLAZABAL TITLE: VICE PRESIDENT HO3-305779

SIGNED THIS 28TH DAY OF OCTOBER, 2003