

P04000032091

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(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

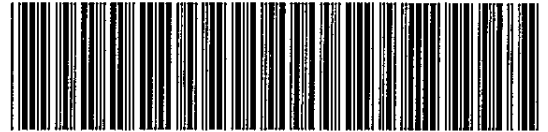
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04 APR -5 PM 3:40
DEPT. OF STATE
ALLAHASSEE, FLORIDA

Rs 4/13/04

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: YOUNG CIRCLE TOBACCO SHOP INC

DOCUMENT NUMBER: P04000032091

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

MARIA FLORES

(Name of Person)

C/O EXOTIC BITES INC

(Name of Firm/ Company)

1840 YOUNG CIRCLE

(Address)

HOLLYWOOD , FLORIDA 33020

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

ARTHUR BARBER JR

(Name of Person)

at (305) 538-7466

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

\$35 Filing Fee

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

FILED

04 APR -5 PM 3:40

YOUNG CIRCLE TOBACCO SHOP INC

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Name of corporation as currently filed with the Florida Dept. of State)

PO4000032091

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE III
THE CORPORATION HAS MADE AN AMENDMENT TO ITS ORIGINAL CORPORATE DESCRIPTION

AND PRODUCT SELLS TO INCLUDE THE SELL OF VENDOR PRODUCTS AND SNACKS ALONG

TAKE-OUT FOOD PRODUCTS. "Packaged Foods"
as convenience store.

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

NONE

(continued)

The date of each amendment(s) adoption: 03/24/2004

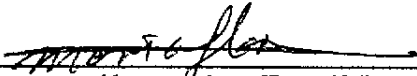
Effective date if applicable: 03/24/2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 MAJORITY VOTE BOARD OF DIRECTORS AND OFFIC."
(voting group)
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24TH day of MARCH, 2004

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

MARIA FLORES PRESIDENT
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

FILING FEE: \$35