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CHASEWOOD PLAZA - SUITE 30 6390 W. INDIANTOWN ROAD JUPITER, FLORIDA 33458-4657 (561) 744 - 4600



Attorneys at Law

RICHARD P. GUMSON * ADAM S. GUMSON

also admitted to New York Bar

April 16, 2004

Corporate Records Bureau Division of Corporations Department of State P. O. Box 6327 Tallahassee, FL 32301

Re: Charlie's Gourmet, Inc.

Gentlemen:

Enclosed are the following:

- original and one (1) copy of Amendment to Articles of Incorporation reflecting that the number of shares available to be issued is 1,000 rather than 1 as inadvertently requested in the initial Articles of Incorporation; and
- 2. our check, in the amount of \$35.00, in payment of the filing fee.

Kindly file the original and return the copy to my office.

Thank you for your anticipated courtesies and prompt attention to this matter.

Sincerely

JUPATER LAW CENTER

Adam S. Gurnson

ASG/ams Encs.

AMENDMENT TO ARTICLES OF INCORPORATION

OF

CHARLIE'S GOURMET, INC.



The following provisions of the Articles of Incorporation of CHARLIE'S
 GOURMET, INC., a Florida corporation, filed with the Secretary of State of Florida on the 25th
 day of February, 2004 be and the same are hereby amended in the following particulars:

Article IV: The number of shares the Corporation is authorized to issue is hereby amended to reflect that it may issue 1,000 shares, rather than 1 as inadvertently set forth in the February 25' 2004 Articles of Incorporation.

 The foregoing Amendment was unanimously adopted by the Stockholders and Directors of the corporation on the 1st day of March, 2004.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed this Article of Amendment on this $\frac{1}{2} \frac{TH}{2}$ day of April. 2004.

ICOD NIZNIK

STATE OF FLORIDA)
COUNTY OF PALM BEACH) SS.:

The foregoing instrument was acknowledged before the this / day of April, 2004, by IGOR NIZNIK, who is personally known to the of has produced a Drivers License as identification.

NOTARY PUBLIC - STATE OF FLORIDA

Adam S. Gumson Commission # DD 018047

IOTARY'S NAME OF TYPEI