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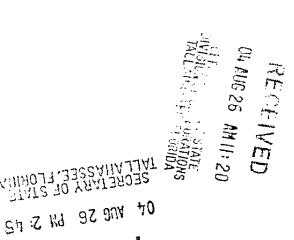
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CR2E031(9/92)

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

		OF PAGE 7
·····	<del></del>	
		AMANECER COFFEE SHOP, INC.
		(present name)
		provisions of section 607.1006, Florida Statutes, this corporation adopts icles of amendment to its articles of incorporation:
FIRST	*	Amendment(s) adopted: (Indicate article number(s) being amended,  added or deleted)
<b>Δ Ι</b> ΟΨ'	TCT.E	VII THE NEW BOARD OF DIRECTORS AND OFFICERS ARE:
TILL.	LCDD	VII THE HEW BORNE OF BENEGOTOR THE COLUMN STATE
AND	RES P	EREZ / PRESIDENT / 29929 SW 159 Dr. Homestead, FL 33033
IRM	A CAS	TILLO / SECRETARY / 29929 SW 159 Dr. Homestead, Fi
SECO	ND:	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:
THIRD	)\$	The date of each amendment's adoption: 8/25/04.
FOUR	r <b>H</b> :	Adoption of Amendment (s) (check one)
		idment(s) was/were approved by the shareholders. The number of votes he amendment(s) was/were sufficient for approval.
	The ame	ndment(s) was/were approved by the shareholders through voting groups.
		e following statement must be separately provided for each ting group entitled to vote separately on the amendment(s):
		the number of votes cast for the amendment(s) was/were sufficient for oproval by voting group)
		·
		dment(s) was/were adopted by the board of directors without ders action and shareholders action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder

action and shareholders action was not required.

2	alghed this 25 day of August , 2004	<u>•</u>
	AMANECER COFFEE SHOP, INC. (Corporation Name)	-
Ву	GO	
•	(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	·
	(A director or incorporator if adopted by the directors of incorporator	s)
	ANDRES PEREZ (Typed or printed name)	
	PRESIDENT / DIRECTOR (Title)	•

. . .

•