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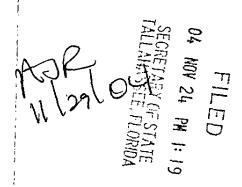
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DIVISION OF CORPORATION



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	1.	AMANECER COFFEE SHOP, INC.
	2.	(Corporation Name) (Docurhent #)
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		NEW FILINGS AMENDMENTS
		Profit Amendment
		NonProfit Resignation of R.A., Officer/Director
		Limited Liability Change of Registered Agent
		Domestication Dissolution/Withdrawal
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	1	OTHER FILINGS REGISTRATION/
		Annual Report - QUALIFICATION
		Fictitious Name Foreign
	·	Name Reservation Limited Partnership
	1	Reinstatement
1		Trademark
		Other Examiner's Initials

## ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF	~ ·				
	04 " T/LF"				
	SECONDY 24				
AMANECER COFFEE SHOP, (present name)	INC. TALLAHASSEE, FLORIDA				
Pursuant to the provisions of section 607.1006, Florida Statutes, th	his corporation adopts				
the following articles of amendment to its articles of incorporation:	02				
FIRST: Amendment(s) adopted: (Indicate article number added or deleted)	r(s) being amended,				
ARTICLE VII: THE NEW BOARD OF DIRECTORS ARE:	CTORS AND				
ANDRES PEREZ / PRESIDENT / 6246 SW FL.	8th ST Miami,				
JOSE OBIVA / VICE-PRESIDENT / 6246 S	 SW 8th ST.,				
	FL. 33144				
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:					
THIRD: The date of each amendment's adoption:	11/13/04				
FOURTH: Adoption of Amendment (s) (check one)	200				
The amendment(s) was/were approved by the shareholders. cast for the amendment(s) was/were sufficient for approval.					
The amendment(s) was/were approved by the shareholders t	hrough voting groups.				
The following statement must be separately provided voting group entitled to vote separately on the amend					
The number of votes cast for the amendment(s) was/	were sufficient for				
(voting group)	The state of the s				
The amendment(s) was/were adopted by the board of directo shareholders action and shareholders action was not require					
The amendment(s) was/were adopted by the incorporators w	ithout shareholder				

Signed this 13 day of November , 200 4.

AMANECER COFFEE SHOP, INC.
(Corporation Name)

By

(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 incorporators)

ANDRES PEREZ
(Typed or printed name)

PRESIDENT / DIRECTOR
(Title)