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BASIC AMENDMENT

CELLINI JUNIOR, INC.

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Amend CC  
11.15.05

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
CELLINI JUNIOR, INC.**

Pursuant to the provisions of Section 107.1006 of the Florida Statutes, the undersigned Florida corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The corporation was incorporated on February 24, 2005, under the name "CELLINI JUNIOR, INC." (hereinafter referred to as the "Corporation").
2. The following Article should be added to the Articles of Incorporation of the Corporation as Article VII:

**ARTICLE VII  
INITIAL OFFICERS AND DIRECTORS**

The initial officer(s) and/or director(s) of the Corporation is/are:

Directors:

Alberto C. Sesson  
Monica Peisach  
Jaine Peisach  
Alberto Peisach

Officers:

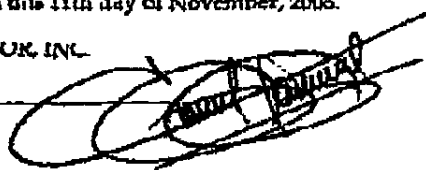
Alberto C. Sesson - President and Treasurer  
Monica Peisach - Secretary

3. The effective date of the amendment to the Articles of Incorporation of the Corporation set forth herein will be as of the date of filing of the Articles of Incorporation with the Secretary of State of Florida.
4. These Articles of Amendment to the Articles of Incorporation were duly adopted by the Board of Directors of the Corporation by written consent dated as of November 11, 2005. Shareholder action was not required.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed on this 11th day of November, 2005.

CELLINI JUNIOR, INC.

By: \_\_\_\_\_



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