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BELLA GIORNO, INC.

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF BELLA GIORNO, INC.**

WHEREAS, the Articles of Incorporation of BELLA GIORNO, INC. (the "Corporation") were filed with the Florida Department of State on April 28, 2005; and

WHEREAS, the proposed amendment to the Articles of Incorporation of the Corporation as hereinafter set forth, was adopted on the 2nd day of May, 2006 by the Incorporator without shareholder action and shareholder action was not required,

NOW, THEREFORE, the Articles of Incorporation of the Corporation are hereby amended effective the date this Amendment is filed with the Florida Department of State, as follows:

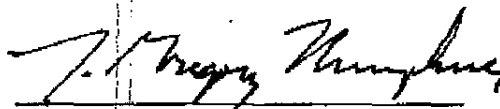
1. The preamble of the Articles of Incorporation is hereby amended and restated as follows:

"The undersigned hereby makes, subscribes, acknowledges and files with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida."

2. Article III is deleted in its entirety and the following is substituted therefor:

"The corporation may engage in the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida."

IN WITNESS WHEREOF, this Amendment to Articles of Incorporation is hereby executed on behalf of the Corporation by its Incorporator as of the 2nd day of May, 2006.


J. Gregory Humphries, Incorporator