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DIVISION OF CORPORATIONS

BUSH ROSS P.A.

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
CORK & OLIVE FRANCHISE CORP.**

CORK & OLIVE FRANCHISE CORP., a Florida corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended by deleting Article III in its entirety and by substituting, in lieu thereof, the following:

"ARTICLE III: CAPITAL STOCK"

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 30,000,000 shares. Of such shares, 25,000,000 shares shall be common stock having a par value of \$.0001 per share. The remaining shares, 5,000,000 shares, shall be shares of preferred stock, with a par value \$.0001 per share. The preferred stock may be issued from time to time by authorization of the Board of Directors of this Corporation with such rights, designations, preferences and other terms as the Board of Directors shall determine from time to time."

2. The foregoing amendment shall become effective as of the close of business on the date these Articles of Amendment are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

3. The amendments recited in Section 1. above have been duly adopted in accordance with the provisions of §607.0821, .0704, .1003 and .1006, Florida Statutes, the shareholders and directors of the corporation having executed a written statement, dated January 18, 2006, manifesting their intention that the amendment be adopted.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 18th day of January, 2006.

CORK & OLIVE FRANCHISE CORP.

By: 

Michael Probst, President

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