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TALLAHASSEE, FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Hoagie Hut Cafe, Inc.

DOCUMENT NUMBER: P06000061337

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marci Lowman, Esq.
(Name of Contact Person)

Kim a Lowman, LLP
(Firm/ Company)

10800 Biscayne Blvd, Suite 725
(Address)

Miami, FL 33161
(City/ State and Zip Code)

For further information concerning this matter, please call:

Marci Lowman, Esq. at (305) 981-4477
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF:

HOAGIE HUT CAFE, INC.
11011 NW 27 AVENUE
MIAMI, FLORIDA 33167

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statutes § 607.1006, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted: The Articles are amended to add the article stated below.

OFFICERS AND DIRECTORS

The names, positions, and shares of interest of the Officers and Directors of the Corporation shall be as follows:

<u>Name</u>	<u>Title</u>	<u>Interest</u>
Larry Lemke	President	50%
Joao Carlos Rodrigues	Vice-President	50%

This Article supercedes any provision to the contrary in the Articles of Incorporation.

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: N/A.

THIRD: This amendment is adopted on the date signed below.

FOURTH: Adoption of Amendment(s)

The foregoing amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 5th day of June 2007.

HOAGIE HUT CAFE, INC.

By: Larry Lemke, Its President