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THE ENIGMA CAFE II, INC.

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The Enigma Cafe II, Inc.

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4/13/2007



April 13, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

THE ENIGMA CAFE II, INC.
100 RIALTO PLACE
930
MELBOURNE, FL 32901

SUBJECT: THE ENIGMA CAFE II, INC.
REF: P07000027772

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Division of Corporations does not file an OFFICER RESIGNATION AND OFFICER ELECTION for a Corporation. An amendment to amend the articles can be filed pursuant to section 607.1006, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Susan Payne
Senior Section Administrator

FAX Aud. #: H07000097337
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DIVISION OF CORPORATIONS

P.O. BOX 6327 - Tallahassee, Florida 32314

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
THE ENIGMA CAFE II, INC.**

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TALLAHASSEE, FLORIDA

The document number of this corporation is: P07000027772

Pursuant to the provisions of section 607.1006, Florida Statutes, these Articles of Amendment to the Articles of Incorporation of The Enigma Cafe II, Inc. are hereby enacted as follows:

- I. The name of the corporation shall be changed to The Enigma Cafe' II, Inc.
- II. Article IV of the Articles of Incorporation is hereby repealed and reenacted as follows:

**"ARTICLE IV
CAPITAL STOCK**

- (a) The Corporation shall have two (2) classes of stock: Class A voting common stock and Class B non-voting common stock. Shares of Class A voting common stock and Class B non-voting common stock shall each confer identical rights to distributions and liquidation proceeds. Holders of shares of Class A voting common stock shall be entitled to vote on any matter upon which shareholders are authorized to vote. Class B non-voting common stock may only vote on a matter which would change rights to distribution and liquidation proceeds of shares of Class A voting common stock or shares of Class B non-voting common stock. With respect to the vote on any such matter, shares of Class A voting common stock and Class B non-voting common stock shall vote as a single class.
- (b) The maximum number of shares of Class A voting common stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one cent (\$0.01) per share. The maximum number of shares of Class B non-voting common stock that this Corporation is authorized to have outstanding at any one time is one thousand (1,000) shares having a par value of one cent (\$0.01) per share. The consideration to be paid for each share of any class shall be fixed by the board of directors."

III. Article IVA is hereby added to the Articles of Incorporation as follows:

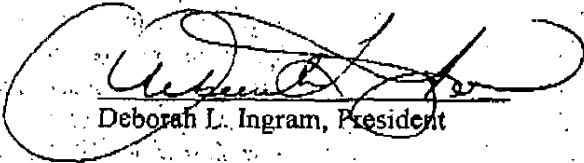
"ARTICLE IVA
ISSUANCE OF SHARES

The issuance of authorized shares for any consideration including cash, promissory notes, services performed, promises to perform services evidenced by written contract, or other securities of the Corporation shall be approved by the board of directors and by a vote of the holders of fifty-one percent (51%) of the number of issued and outstanding shares of the voting common stock authorized to vote at a duly called shareholder meeting or authorized to approve such issuance by written consent without a meeting."

IV. These Articles of Amendment were adopted on the 5th day of April, 2007.

V. The amendments contained in these Articles of Amendment were approved by the board of directors and the shareholders in accordance with the Articles of Incorporation. The number of votes cast for this amendment by the shareholders and board of directors was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment on the 5th day of April, 2007.


Deborah L. Ingram, President