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FONTAINEBLEAU PIZZA, INC.

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SECRETARY OF STATE TALLAHASSEE.FLORID!

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FONTAINEBLEAU PIZZA, INC.

Pursuant to the provisions of section 607,1006, Florida Statutes, this corporation adopts The following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted

ARTICLE VII BOARD OF DIRECTORS

The names and post office addresses of the Board of Directors are:

Director KAREL GAITAN 9612 Fontainebleau Blvd., Miami Fl 33172

Director JULIO JIMENEZ 9612 Fontainebleau Blvd., Miami FL 33172

Director CARLOS CUAREZMA 9612 Fontainebleau Blvd., Miami FL 33172

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:

THIRD: The day of each amendment's adoption: april 24, 2008

FOURTH: Adoption of Amendment(s) (check one)

- (x) The amendment(s) was/were approved by the shareholders. The number of votes east for the amendment(s) was/were sufficient for Approval.
- () The amendment(s) was/were approved by the shareholders through voting groups

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by ______."

(voting group)

The amendment(s) was/were adopted by the board to director without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24 day of april 2008.

Signature

KAREL GAITAN