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**CREPES OF PORTOFINO, INC.**

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Amend  
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**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
CREPES OF PORTOFINO, INC.**

*Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: Amendment #1 - The new President, Vice-President, Treasurer, and Secretary of the Corporation is Anthony Cheverez, 6075 SW 106<sup>th</sup> Street, Miami, Florida 33156; Amendment #2 - Anthony Cheverez, 6075 SW 106<sup>th</sup> Street, Miami, Florida shall be the sole Director of the Corporation; and Amendment #3 - Delete Robert Vasquez as President and Director of the Corporation.

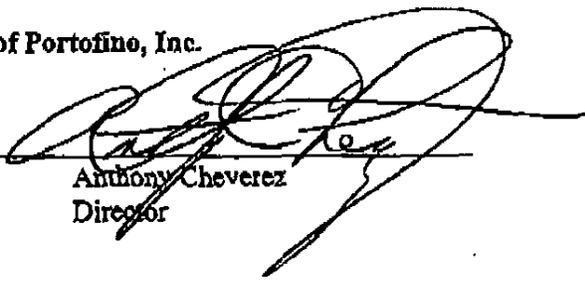
**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

**THIRD:** The date of each amendment's adoption: August 21, 2009.

**FOURTH:** The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 21 st day of August, 2009.

Crepes of Portofino, Inc.

By:   
Anthony Cheverez  
Director

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