

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

P94000046337

Bella Pasta, Inc

300002179413--3
-05/15/97--01017--004
*****35.00 *****35.00

- ___ Art of Inc. File _____
- ___ LTD Partnership File _____
- ___ Foreign Corp. File _____
- ___ L.C. File _____
- ___ Fictitious Name File _____
- ___ Name Reservation _____
- ___ Merger File _____
- Art. of Amend. File _____
- ___ RA Resignation _____
- ___ Dissolution / Withdrawal _____
- ___ Annual Report / Reinstatement _____
- ___ Cert. Copy _____
- ___ Photo Copy _____
- ___ Certificate of Good Standing _____
- ___ Certificate of Status _____
- ___ Certificate of Fictitious Name _____
- ___ Corp Record Search _____
- ___ Officer Search _____
- ___ Fictitious Search _____
- ___ Fictitious Owner Search _____
- ___ Vehicle Search _____
- ___ Driving Record _____
- ___ UCC 1 or 3 File _____
- ___ UCC 11 Search _____
- ___ UCC 11 Retrieval _____
- ___ Courier _____

SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 MAY 15 AM 11:02

RECEIVED
97 MAY 15 AM 10:14
DIVISION OF CORPORATION

Signature _____

Requested by: John 5/15 12:00
Name Date Time

Walk-In _____ Will Pick Up _____

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
BELLA PASTA, INC.

FILED
97 MAY 15 AM 11:02
SECRETARY OF STATE
TALLAHASSEE FLORIDA

THE UNDERSIGNED, being the sole director of BELLA PASTA, INC. does hereby amend the Articles of Incorporation of the Company as follows:

ARTICLE IV
SHARES

The capital stock of this corporation shall consist of 50,000,000 shares, \$.001 par value of Common Stock.

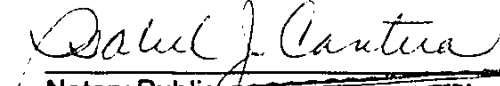
I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on May 13, 1997 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this on May 14, 1997.


Eric P. Littman, President and Sole Director

The foregoing instrument was acknowledged before me on May 14, 1997 by Eric P. Littman, who is personally known to me.

My commission expires:


Notary Public

