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NASON, YEAGER

561 686 5442

P.01

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BASIC AMENDMENT

PIZZA DEPOT, INC.

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ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
PIZZA DEPOT, INC.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, Pizza Depot, Inc., a Florida corporation, hereby amends its Articles of Incorporation, as follows:

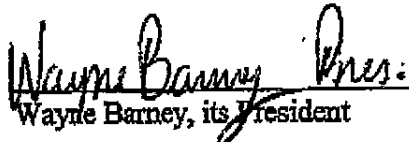
Article I is hereby amended to read:

ARTICLE I.

The name of the corporation shall be: BARNEY PIZZA, INC.

The foregoing Amendment to the Articles of Incorporation was approved and adopted by the Board of Directors and unanimously by all of the Shareholders entitled to vote on October 8, 2001, in accordance with Section 607.1006, Florida Statutes.

IN WITNESS WHEREOF, the undersigned President of this Corporation, pursuant to the approval and authority given by the Board of Directors and the Shareholders entitled to vote, has executed these Articles of Amendment this 1st day of October, 2001.


Wayne Barney, its President

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William J. Romanos, Esquire (Florida Bar No. 0163244)
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