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November 10, 1997

State of Florida Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314 Att: Amendments and Mergers

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Re:

Amendments to Articles of Incorporation of

Stella Maria's, Inc.

Dear Sir or Madam:

Enclosed herewith please find two originally executed Amendments to Articles of Incorporation of Stella Maria Inc., along with a bank check in the amount of \$35.00 payable to the Division of Incorporations. Please record this Amendment to the Articles of Incorporation at your earliest conveniece and return one recorded copy to me in the enclosed self-addressed stamped envelope.

After having reviewed these documents, if you have any questions or require any additional information, please do not hesitate to contact me at the address and telephone number listed above or at my toll free number 1-888-966-1300.

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DIVISION OF CORPORATION

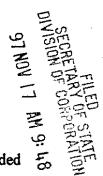
Amend. 11-24-97 CC Once, again thank you for your time and assistance.

Very truly yours,

John Wm Laccone

JWZ:ca

Amendment to Articles of Incorporation of STELLA MARIA'S, INC.



- A. The name of the corporation for which the Articles of Incorporation shall be amended is STELLA MARIE'S, INC.
- B. The amendment to the Articles of Incorporation shall be as follows:

ARTICLE IV CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares at \$1.00 par value. The shares of stock shall be designated as "Common Stock". There shall be two separate series of said common shock and both series shall enjoy the rights, privileges and benefits of being an owner of common shares of the corporation, including but not limited to the receipt of dividends and the entitlement to distribution upon liquidation or termination of the corporation. Only the first series, Series A shares, however, shall be entitled to vote on corporate issues and take part in the operations of the corporation. The second series, Series B shares, shall not be entitled to vote on any matter except upon the liquidation of the corporation. All stock issued by the corporation shall bear the legend "Series A - Voting" or "Series B- Non-Voting" as may be appropriate to such share.

- C. The amendment to the Articles of Incorporation was adopted on April 30, 1997, and is effective immediately.
- D. The above described amendment was duly unanimously adopted by the Board of Directors of Stella Maria's Inc., at a special board meeting called by the Chair Person.

The undersigned has executed these Amendments to the Articles of Incorporation this <u>30</u> day of April, 1997.

Chair Person Passid

This is to certify that the foregoing is a true and correct copy of the Amendment to the Articles of Incorporation of STELLA MARIA's, INC., as adopted by the Board of Directors of the corporation on the date set forth above.

Dated: A1811 30, 1997

Secretary Secretary