

P95000087276

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May 5, 1998

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

Re: **Il Pain Du Or, Inc.**
Document Number: P95000087276

98 MAY 22 AM 8:36
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

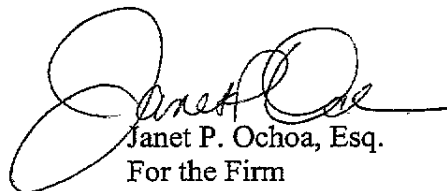
Dear sir/madam:

Enclosed please find an Amendment to Articles of Incorporation of Il Pain Du Or, Inc. (the "Amendment") along with check number 1148 in the amount of \$35.00 representing your fee for filing this document.

Please file the Amendment and return a copy to our office stamped "filed" for our records. We have enclosed a self-addressed, stamped envelope for your convenience.

Should you have any questions, please contact us.

Sincerely,


Janet P. Ochoa, Esq.
For the Firm

~~W98-749~~

N/c



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 15, 1998

JANET P. OCHOA, ESQ.
1290 WESTON RD., STE. 300
WESTON, FL 33326

SUBJECT: IL PAIN DU OR, INC.
Ref. Number: P95000087276

We have received your document for IL PAIN DU OR, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 698A00027305

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May 19, 1998

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314
Attn: Velma Shepard

Re: Il Pain Du Or, Inc.
Document Number: P95000087276

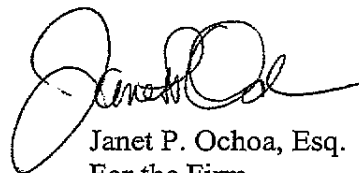
Dear Ms. Shepard:

Enclosed please find the Amendment to Articles of Incorporation of Il Pain Du Or, Inc. (the "Amendment") which you returned to our office so that a date of adoption could be included in the document.

We have now incorporated the date of adoption of the Amendment within the Amendment pursuant to your instructions. Please file the Amendment and return a copy to our office stamped "filed" for our records. We have enclosed a self-addressed, stamped envelope for your convenience.

Should you have any questions, please contact us.

Sincerely,



Janet P. Ochoa, Esq.
For the Firm

AMENDMENT TO ARTICLES OF INCORPORATION
OF IL PAIN DU OR, INC.

WHEREAS, Il Pain Du Or, Inc. (the "Corporation") filed Articles of Incorporation with the Secretary of State, State of Florida, Division of Corporations on or about November 14, 1995;

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, in Article X of the Articles of Incorporation, the Corporation reserved the right to amend or repeal any provision contained in the Articles of Incorporation or any amendment thereto;

WHEREAS, the directors and shareholders held a Special Meeting and have agreed to amend the Articles of Incorporation;

NOW THEREFORE, the undersigned as President of Il Pain Du Or, Inc., a Florida corporation, hereby certifies that the following Amendments to the Articles of Incorporation were approved by the directors and shareholders pursuant to the requirements of the By-Laws and Articles of Incorporation of the Corporation and hereby adopt this Amendment on the date set forth below:

1. The Amendment to the Articles of Incorporation of Golden River Bakery USA, Inc. previously filed with the Secretary of State on February 17, 1997 is hereby revoked and repealed. Article I of the Articles of Incorporation is hereby restored to read as follows:

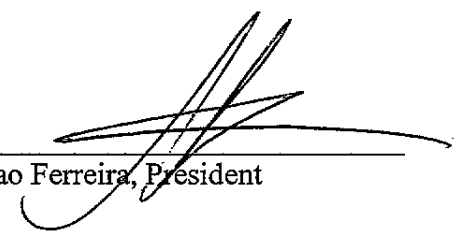
ARTICLE I: NAME

The name of this corporation shall be Golden River Bakery USA, Inc.

2. Article VIII of the Articles of Incorporation titled "ARTICLE VIII - PRE-EMPTIVE RIGHTS" is hereby revoked and repealed

IN WITNESS WHEREOF, the undersigned has executed this Amendment to the Articles of Incorporation of the Corporation on this 30th day of April, 1998.

Adopted as of this 30th day of April, 1998.



Joao Ferreira, President