Phone: 813-785-2773

Fax: 813-784-4803 E-mail: cpa@alphasoft.net

P95000089973

January 20, 1998

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

Re: Article of Amendment for Le St. Tropez Bistro Corporation

Dear Sir or Madam:

Enclosed is the executed Article of Amendment for Le St. Tropez Bistro Corporation changing the name to Second Chance, Inc. Also enclosed is a check for the filing fee of \$35.00

Please direct any questions to the undersigned.

Sincerely,

Rose M. Jénkins

cc: Henri Balestrieri

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98 JAN 27 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Peck & Jenkins, C.P.A.'s, P.A.

Certified Public Accountants

Phone: 813-785-2773 Fax: 813-784-4803 E-mail: cpa@alphasoft.net

January 26, 1998

Ms. Thelma Lewis
Corporate Specialist Supervisor
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re:

Le St. Tropez Bistro Corporation Your letter number 998A00003688

Dear Ms. Lewis:

Thank you for your letter of January 22nd and the subsequent assistance you provided by phone. Enclosed are new Articles of Amendment to change the name of the above reference corporation to American Fifties, Inc.

The \$35.00 filing fee previously paid should be applied to this amendment. Once again, thank you for your assistance.

Sincerely,

Rose M. Jenkins

cc: Henri Balestrieri, President



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

January 22, 1998

ROSE M. JENKINS, ESQ. PECK & JENKINS, C.P.A.'S, P.A. 1103 FLORIDA AVENUE, SUITE 4 PALM HARBOR, FL 34683

SUBJECT: LE ST. TROPEZ BISTRO CORPORATION

Ref. Number: P95000089973

We have received your document for LE ST. TROPEZ BISTRO CORPORATION and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6905.

Thelma Lewis Corporate Specialist Supervisor

Letter Number: 998A00003688

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED
98 JAN 27 PH 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

— Je St. Tropez Bistro Corporation	TALLAHASSEE, FLORIDA
(present name)	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I is hereby amended to change the name of the corporation to American Fifties, Inc.

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: January 16, 1998	
FOURT	H: Adoption of Amendment(s) (CHECK ONE)	
[The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
Į	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):	
	"The number of votes cast for the amendment(s) was/were sufficient for approval by	
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
Signature	Signed this 20 day of JANUARY , 19 98 (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by OR	
	(By a director if adopted by the directors)	
	OR (By an incorporator if adopted by the incorporators)	
	Typed or printed name	
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