

P96000032950

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July 3rd, 1997

Florida Secretary of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, Florida 32304

Re: Spotless Ceilings Corp.

Ladies and Gentlemen,

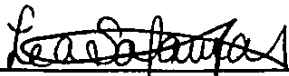
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*****35.00 *****35.00

Attached herewith, please find an amendment to the Articles of Incorporation for Spotless Ceilings Corp. as well as a check in the amount of \$35.00 to cover the expenses for said amendment.

Kindly forward to the undersigned a Certificate reflecting this corporate name change as soon as possible.

Should you have any further questions concerning this matter, please do not hesitate to communicate with the undersigned.

Yours very sincerely,



Lea A. Salama, Attorney

encl.

cc Dino Bagdadi

FILED
97 JUL -7 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend / N.C.

7-11-97

AMENDMENT TO THE ARTICLES OF INCORPORATION OF
SPOTLESS CEILINGS CORP.

At a special meeting held at the offices of the corporation on June 26, 1997, being present all the officers, directors, and shareholders of SPOTLESS CEILINGS, CORP., a Florida Corporation, filed on April 16, 1996, under document number P96000032950, motions were made and unanimously passed by all parties present to amend the Articles of Incorporation as follows:

FIRST: Article 1 of said Articles shall henceforth read as follows:

"The name of the Corporation is **BETTINI'S CAKES, INC.** (hereinafter "Corporation");

SECOND: Article 3 of said Articles shall henceforth read as follows:

"The address of the principal office and mailing address of this Corporation is 17826 Northeast 5th Avenue, North Miami Beach, Florida 33162, or at such other locations as the Corporation may have such other places of business in the State of Florida as the nature and progress of the business of the Corporation shall from time to time render necessary and/or desirable. The stockholders may from time to time move the principal office to any other address within the State of Florida."

THIRD: Article 5 of said Articles shall henceforth read as follows:

"The officers of the Corporation shall be:

President:	Dino Bagdadi
Vice President:	Raquel Bagdadi
Vice President:	Rica Emergui
Secretary:	Dino Bagdadi

whose address shall be the same as the principal office of the Corporation."

THIS INSTRUMENT PREPARED BY:

Lea A. Salama, Esq.
888 S.E. Third Avenue, Suite 400
Fort Lauderdale, Florida 33316
Telephone: (954) 524-8888
Fax: (954) 456-7062
FL Bar Number: FL 0059935

FILED
97 JUL -7 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FOURTH: Article 6 of said Articles shall henceforth read as follows:

"The Director(s) of the Corporation shall be:

Dino Bagdadi
Raquel Bagdadi
Rica Emergui

whose addresses shall be the same as the principal office of the Corporation."

FIFTH: Article 7.1 of said Articles shall henceforth read as follows:

"7.1 The maximum number of shares that this Corporation is authorized to have outstanding at any time is ten thousand (10,000) shares of common stock, each share having the par value of **One Dollar (\$1.00)**."

SIXTH: Article 13 of said Articles shall henceforth read as follows:


"The initial address of the registered office of this Corporation is **DINO BAGDADI**, located at 17826 Northeast 5th Avenue, North Miami Beach, Florida 33162. The name and address of the registered agent of this Corporation is **DINO BAGDADI**, 17826 Northeast 5th Avenue, North Miami Beach, Florida 33162."

SEVENTH: The President of the Corporation is authorized to file these Amendments with the Office of the Secretary of State of Florida.

EIGHTH: All other Articles of said Corporation shall remain the same.

NINTH: The Amendment was adopted by the Shareholders of the Corporation on the 26th day of June, 1997.

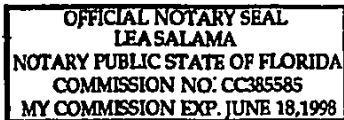
SPOTLESS CEILINGS, CORP.,
A Florida Corporation


By: 
Dino Bagdadi, President

STATE OF FLORIDA
COUNTY OF DADE

Before me, the undersigned authority, personally appeared Dino Bagdadi, to me personally known and well known to me to be the person described in and who executed the foregoing instrument as President/Director of SPOTLESS CEILINGS, CORP., a Florida Corporation, and he severally acknowledged before me that he executed such instrument as such Officer of said Corporation, and that the Seal affixed thereto is the Corporate Seal of said Corporation, and that it was affixed to said instrument by due and regular corporate authority that said instrument is the free act and deed of said Corporation and was executed for the purpose therein expressed.

WITNESS my hand and official seal at said County and State, this 26th day of June, 1997.





Lea A. Salama, Notary Public
STATE OF FLORIDA AT LARGE
Commission Number: CC385585
My Commission Expires: June 18, 1998