## 005/65 210 University Drive Suite 502 (305) 621-9382 Dade Fax (954) 346-7217

Coral Springs, Florida 33071 (954) 346-7288 N. Broward (954) 434-5996 S. Broward

JUNE 01, 1998

SECRETARY OF STATE DIVISION OF CORPORATIONS P. O. BOX 6327 TALLAHASSEE, FL 32314

002554454--1 06/10/98--01041--005 \*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: BAGEL TIME RESTAURANT II, INC. CHARTER #P96000051657/ARTICLES OF AMENDMENT

ENCLOSED FIND CHECKS FOR (1) \$35.00 FOR FILING FEE FOR ABOVE COMPANY.

MAIL ALL DOCUMENTS TO THE ABOVE ADDRESS.

IF YOU HAVE ANY QUESTIONS DO NOT HESITATE TO CALL.

THANK YOU,

LISSETTE MAWBY

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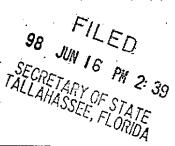
enc.

## ARTICLES OF AMENDMENT

TO

## ARTICLES OF INCORPORATION





	BAGEL	TIME	RESTAURANT	II,	INC.				
(present name)									

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

#P96000051657

MAY 1, 1998

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

ARTICLE VIII

THIRD:

SEE ATTACHED EXIHIBIT "A"

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:

MAY 1, 1998

The date of each amendment's adoption:

FO	URTH: Adoption of Amendment(s) (check one)
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
<u>_x</u>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	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

(voting group)

## EXHIBIT "A"

Charter P96000051657

The adopted amendment occurred on May 1, 1998.

ARTICLE VIII. The Board of Directors.

The Corporation shall have 2 Directors. The number of directors may be either increased or diminished from time to time by the by-laws but never be less than one. The name and address of the directors of this corporation are:

Anthony DiGiorgio Sr./Frank DiGiorgio 10036 Pines Blvd. Hollywood, FL 33025

Signed this		DI DONE		, 19, <u>98</u>	<u> </u>
Ву	(Chairman or Vice other officer if ad	Chairman of opted by the opted by the proporator if add	the Board of Dir shareholders)	ectors, President of	or itors
		Y DIGIORO			
	(	Typed or print	ed name)		
		PRESIDENT		· · · · ·	
		(Title	)		