P96000065228 Suite 502

Coral Springs, Florida 33071 (954) 346-7288 N. Broward (954) 434-5996 S. Broward (305) 621-9382 Dade Fax (954) 346-7217

May 22, 2000

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

900003266899--9 -05/25/00--01075--019 ******70.00 *****35.00

RE:

POPY'S SUBS, INC.

Charter #P96000065228/Articles of Amendment/Change of Registered Agent

Enclosed, find check for (1) \$70.00 for the filing fee for the above company.

Please, mail all documents to the above address.

If you have any questions do not hesitate to call the office.

Thank you for your cooperation is this matter.

Sincerely,

Lissette A Mawby

Enc.

Amend

V. SHEPARD JUN 9 2000

ARTICLES OF AMENDMENT

DIVISION OF CORPORATIONS

00 MAY 25 AM 10: 33

TO

ARTICLES OF INCORPORATION

	POPY'S SUBS, INC.	· <u></u>
	(Present name)	-
	ant to the provisions of section 607.1006, Florida Statutes, this corporation adopts flowing articles of amendment to its articles of incorporation:	. —
FIRS7	Amendments (s) adopted: (indicate article number (s) being Amended, added or deleted) #P96000065228 ARTICLE VIII. Board of Directors. The Corporation shall have 1 Director (s) the number of directors may be either increased or the diminish from time to time by the by-laws but never less than one. The name and address of the new directors of this corporation is: Gary C. Gee 1200 NE 48 th Street, Bay 8, Pompano Beach, FL 33064.	
	SECOND: If an amendment provides for an exchange, reclassification cellation of issued shares, provisions for implementing the amendment if not ned in the amendment itself, are as follows:	<u>-</u>
THIR	D: The date of each amendment's adoption: 05-22-2000	
FOUT	H: 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 the board of directors without shareholder action was not required.	
X	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 entitles to vote separately on the amendment (s).	
	The number of votes cast for the amendment (s) was/were sufficient for approval by	

Voting group

Signed this 5 th day of May 2000.	!
By Jong Chairman or Vice President of the Board of directors,	
President or other officer if adopted by the shareholders)	··· -
(A director or incorporator if adopted by the directors or incorporators)	
Gary C Gee	
(Typed or printed name)	
•	
President	
(Title)	-