

P 96000092394

WILLIAM A. MALNICK, ESQUIRE

NationsBank Tower at International Place---Suite 2700

100 S.E. 2nd Street

Miami, Florida 33131-2146

(305) 374-7415

Fax (305) 374-7441

April 17, 1997

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

100002149731--7  
-04/21/97--01162--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: SPIZZACO, INC., a Florida Corporation  
Document # P96000092394

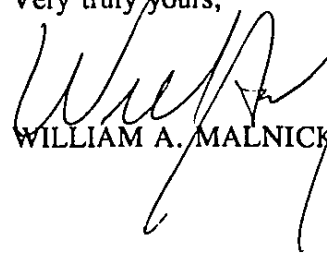
Dear Sir/Madam:

Enclosed please find my Trust Account check # 2049 in the sum of \$35.00, together with the Articles of Amendment for SpizzaCo, Inc.

Please file the Articles of Amendment and then return a copy of the Articles of Amendment, marked "filed," to my office, in the enclosed self-addressed stamped envelope; I have also enclosed an extra copy of the Articles of Amendment.

Thank you in advance for your prompt attention to this matter.

Very truly yours,

  
WILLIAM A. MALNICK

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enclosures  
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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 AM 9:42

*Amended*  
APR 28 1997

ARTICLES OF AMENDMENT OF  
SPIZZACO, INC.  
A FLORIDA CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 AM 9:42

The undersigned, being the sole Director of SPIZZACO, INC., a Florida Corporation, acting in his capacity as Director/Secretary of the Corporation, hereby certifies that a special meeting of the stockholders and Directors of said Corporation, held on the 26th day of February, 1997, at 3848 Anglers Lane, Largo, Florida 33774, at which were present all of the stockholders and Directors of said Corporation, notice of said meeting having been waived, the following Amendments were unanimously adopted:

1. Article VI of the Articles of Incorporation shall be deleted and the following shall fully replace same:

"ARTICLE VI. DIRECTORS

All Corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have at least one Director. The name and address of the Director is:

GIORGIO C. BERTRAND  
Director

3848 Anglers Lane  
Largo, FL 33774"

ARTICLES OF AMENDMENT  
SPIZZACO, INC.

2. Article VII of the Articles of Incorporation shall be deleted and the following shall fully replace same:

"ARTICLE VII. OFFICERS

The name and address of the officer of the Corporation who shall hold office for the first year of the corporation, or until his/hers/their successor(s) is/are elected or appointed is/are:

GIORGIO C. BERTRAND	3848 Anglers Lane
President/Secretary	Largo, FL 33774"

3. The Effective Date for each of these two Amendments is the date upon which these Articles of Amendment are executed, but in no event any later than the date that these Articles are filed with the Department of State of the State of Florida.

4. There is only one shareholder of the Corporation and that sole shareholder cast all of that shareholders' votes in favor of the Amendments to the Articles of Incorporation of the Corporation, thereby casting a sufficient number of votes for each of the Amendments necessary for approval.

DATED at Largo, Florida, this 26th day of February, 1997.

By:   
GIORGIO C. BERTRAND, Director,  
President/Secretary