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Rhonda M. Castanon
Attorney at Law

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-12/01/97-01166-003
*****87.50 *****87.50

November 24, 1997

CERTIFIED MAIL
Secretary of State
Corporations Division
Capitol Building
Tallahassee, FL 32304

RE: Amendment to the Articles of BLACK PEARL RESTAURANT, INC.
D/Inc. - 11/20/96

Dear Sir or Madam:

I enclose original and one duplicate copy of the Articles of Amendment to Articles of Incorporation of the above corporation, to amend the name to CULINARY CONSULTANTS, INC. Please file the original, certify the copy and return to us.

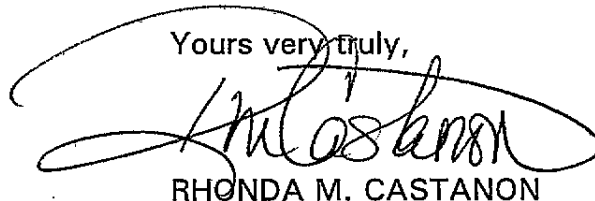
Enclosed is a check in the amount of \$87.50 for the following:

1. Filing Fee	\$ 35.00
2. Certified Copy	52.50
Total	\$ 87.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC -1 AM 9:17

Thank you for your attention to this matter.

Yours very truly,


RHONDA M. CASTANON

N.C.
12-8-97
CC

ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION
OF BLACK PEARL RESTAURANT, INC.

FILED STATE
SECRETARY OF CORPORATIONS
91 DEC -1 AM 9:17

Article I of the Articles of Incorporation of BLACK PEARL RESTAURANT, INC.
is hereby amended to read as follows:

ARTICLE I - NAME

The name of this corporation shall be CULINARY CONSULTANTS, INC.

IT IS HEREBY CERTIFIED that on the 25th day of July, 1997, a special joint meeting of the shareholders and directors of BLACK PEARL RESTAURANT, INC. was held on verbal call, at which time there were shareholders present representing all of the shares issued and outstanding of the common stock of said corporation, and which shareholders each waived on record any lack of formality of notice in the call of said meeting being held at the office of the corporation, 2855 Ocean Drive, Vero Beach, Florida 32963. By unanimous vote of the shareholders, which was all of the voting stock of said corporation, and unanimous vote of the Board of Directors, the following resolution was on the 25th day of July, 1997 adopted by the shareholders and by the Board of Directors of said corporation, amending the Articles of Incorporation of BLACK PEARL RESTAURANT, INC., as originally adopted and filed in the office of the Secretary of State, State of Florida, as follows:

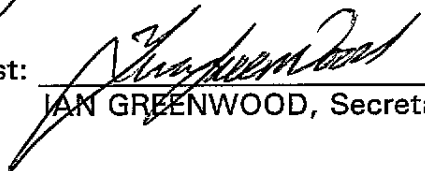
RESOLVED, that Article I of the Articles of
Incorporation of this corporation be amended to

read as follows: The name of this corporation shall
be CULINARY CONSULTANTS, INC.

I, IAN GREENWOOD, president and secretary, respectively, of BLACK PEARL
RESTAURANT, INC.. of Vero Beach, Florida, do hereby certify that the above and
foregoing resolution was duly, legally and unanimously adopted by all of the
shareholders of said corporation, and by all of the directors of said corporation, each
of whom was present at the meeting of said shareholders and directors held on the
25th day of July, 1997.

BLACK PEARL RESTAURANT, INC.



By 
IAN GREENWOOD, President

Attest: 
IAN GREENWOOD, Secretary

STATE OF FLORIDA
COUNTY OF BREVARD

Before me, the undersigned authority, being an officer duly authorized by the
laws of the State of Florida to take acknowledgments, personally appeared IAN
GREENWOOD, person well known to me and who are known to me to be the
President and Secretary, respectively, of BLACK PEARL RESTAURANT, INC., and
as such president and secretary duly acknowledged that he, with full authority on
behalf of said corporation, executed the foregoing Articles of Amendment for the
purposes therein expressed voluntarily on the day the same bears date.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official
seal of office at Melbourne, County of Brevard, State of Florida, this 25th day of
July, 1997.


Notary Public  R M Castanon
My Commission CC662633
Expires July 9, 2001