

P97000022128

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FILED
97 AUG 14 AM 11:52
SECRETARY OF STATE
TALLAHASSEE FLORIDA

August 11, 1997

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

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RE: Name Change; Amending Article of Incorporation
RoastMaster Signature Series Specialty Coffee, Inc.; P97000022128 To;
RoastMaster, Inc.

To Whom It May Concern:

Enclosed please find Amendment to Article of Incorporation of RoastMaster Signature Series Specialty Coffee, Inc. changing its name from RoastMaster Signature Series Specialty Coffee, Inc. to RoastMaster, Inc.

Also enclosed find Corporate Resolutions of The Coffee Gourmet, Inc., the sole shareholder of the above name corporation, RoastMaster, Inc. and the registered owner of the trademark serial #: 74\559335 for the use of RoastMaster, Inc., and Corporate Resolution and Authorization consenting to the use of the name RoastMaster, Inc. by its wholly owned subsidiary.

Please forward certified copy of the above Amended Articles of Incorporation to the above address.

Very truly yours,



George S. Edison, Esq.

Same people have #794-973

GSE/mlt

N/c

Enclosures

VS AUG 22 1997

WRITTEN CONSENT IN LIEU OF SPECIAL DIRECTORS MEETING

THE COFFEE GOURMET, INC.

THE UNDERSIGNED, being the directors of The Coffee Gourmet, Inc., a Florida corporation, pursuant to the Florida Statutes and the Corporation's Articles of Incorporation and Bylaws hereby takes the following action and adopts the following resolution:

1. WHEREAS, The Coffee Gourmet, Inc. is the registered owner of the trademark, RoastMaster Signature Series Specialty CETC and;
2. WHEREAS, The Coffee Gourmet, Inc. is the wholly owned subsidiary of Roastmaster Signature Series Specialty Coffee, Inc., and;
3. WHEREAS, The Coffee Gourmet, Inc. wishes to change the name of the wholly owned subsidiary from Roastmaster Signature Series Specialty Coffee, Inc. to RoastMaster, Inc.;

BE IT RESOLVED, that The Coffee Gourmet, Inc. hereby consents to the use of the name RoastMaster, Inc. by its wholly owned subsidiary Roastmaster Signature Series Specialty Coffee, Inc..

BE IT RESOLVED, that The Coffee Gourmet, Inc., as sole Shareholder of Roastmaster Signature Series Specialty Coffee, Inc. directs that the name be change to RoastMaster, Inc.

BE IT RESOLVED, that the Directors are instructed and directed to implement and execute any and all papers, forms and filings as necessary to implement the above.

BE IT FURTHER RESOLVED, that any and all acts of any of the Directors or officers of the Corporation taken or purported to have been taken by such Directors or officers, or any of them on behalf and in the name of the Corporation at any time prior to the date of these resolutions in connection with the use of the name RoastMasters, Inc., are hereby ratified and approved in all respects.

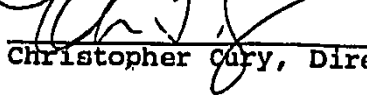
DONE as of this 13 day of May, 1997.

THE COFFEE GOURMET, INC.


Jay Schein, Director


Diane Schein, Director


Jim Miller, Director


Christopher Cary, Director

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ROASTMASTER SIGNATURE SERIES SPECIALTY COFFEE, INC.

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

FIRST: Amendment adopted:

ARTICLE I is hereby amended in that the name of the corporation, ROASTMASTER SIGNATURE SERIES SPECIALTY COFFEE, INC. to be amended and shall hereforth be ROASTMASTER, INC.

SECOND: This amendment was adopted on the 13th day of May, 1997.

THIRD:

The amendment was approved by all of the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 13th day of May, 1997.


Jay Schein, President of Sole Shareholder