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Transmittal Letter

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

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-08/23/99--01145--014
*****43.75 *****43.75


SUBJECT: Cathy's Cookies, Inc.

Enclosed is an original and one (1) copy of an amendment to the articles of incorporation for Cathy's Cookies, Inc. (Now Cathy's Bakery & Coffee Shop, Inc.), and a check for \$43.75 for filing fee and one certified copy. Please return the copy to me with the filing date stamped on it.

FROM: Steven K. Wilder, Sec.
Cathy's Bakery & Coffee Shop, Inc.
5240 NW 34th Street, Suite D
Gainesville, FL 32605
(352) 378-0063

Thank you.

Sincerely,


Steven K. Wilder
Secretary

FILED
99 AUG 23 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC Amend
8-27-99
BWS

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CATHY'S COOKIES, INC.

FILED
99 AUG 23 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First: The following amendments are adopted:

Article Number 1. The name of the corporation shall be:

Cathy's Bakery & Coffee Shop, Inc.

Article Number 2. The principle place of business and mailing address of the corporation is:

5240 NW 34th Street, Suite D, Gainesville, FL, 32605

Article Number 4. The registered agent of the corporation is Emerita C. Wilder and the registered street address is 5240 NW 34th Street, Gainesville, FL, 32605.

Suite D

Second: The date of each amendment's adoption is August 20, 1999.

Third: Adoption of the amendments were approved by the shareholders. The number of votes cast for the amendments was sufficient for approval.

Signed this 20th day of August, 1999.



Steven K. Wilder, Secretary