

THOMAS C. LITTLE, P.A.

ATTORNEYS AT LAW

2123 N.E. Coachman Road

Suite A

P.O. Box 5379

Clearwater, Florida 33765

(727) 443-5773

FAX (727) 441-3394

BANKRUPTCY
REAL ESTATE LAW
CORPORATE & BUSINESS LAW
CRIMINAL LAW
CONSTITUTIONAL LAW
MARITAL & FAMILY LAW
PERSONAL INJURY & WRONGFUL DEATH
WILLS PROBATE & ESTATE PLANNING

Thomas C. Little

Michael Evans
of Counsel

July 26, 2001

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

RE: Joe's Gas Station, Inc.
Articles of Amendment

000004509410--9
-07/31/01--01050--002
*****43.75 *****43.75

Dear Sir:

Enclosed please find duplicate original Articles of Amendment to the Articles of Incorporation of Joe's Gas Station, Inc. I have also enclosed my check in the amount of \$43.75.

If you have any questions or need further information, please do not hesitate to contact me.

Very truly yours,

Tom Little

Thomas C. Little
Attorney at Law

TCL:js
enc.

FILED
JUL 31 PM 3:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
P97000103161
NC
380 *Cert Copy
7-31-01

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
JOE'S GAS STATION, INC.**

To: Department of State
Tallahassee, Florida 32314

Pursuant to the provisions of F.S. § 607.1006, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is **Joe's Gas Station, Inc.**
2. The following amendments of the articles of incorporation were adopted by the shareholders of the corporation on 7/24/2001 in the manner prescribed by the Florida Business Corporation Act:

- a. The corporate name was changed to:

JAVA JOE'S CAFE, INC.

3. The number of shares of the corporation at the time of adoption was 100; and the number of shares entitled to vote on the amendments was 100.
4. The designation and number of outstanding shares of each class entitled to vote on the amendments as a class were as follows:

Number of Shares	Class	Series (if any)
<u>100</u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

5. The number of shares voted for the amendment was 100; and the number of shares voted against the amendment was 0.
6. The number of shares of each class entitled to vote as a class voted for and against the amendment, respectively, was:

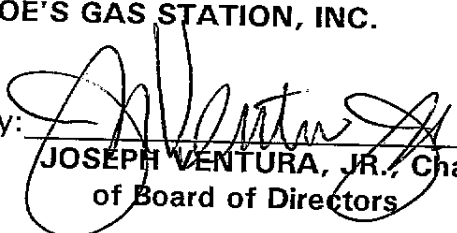
Class	For	Against
<u></u>	<u></u>	<u></u>
<u></u>	<u></u>	<u></u>

FILED
 0 JUL 31 PM 3:33
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

Dated:

JOE'S GAS STATION, INC.

By:


JOSEPH VENTURA, JR., Chairman
of Board of Directors

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 25th day of JULY, 2001, by JOSEPH VENTURA, JR. as Chairman of the Board of Directors of JOE'S GAS STATION, INC., a Florida corporation, on behalf of the corporation. He is ~~personally known to me~~ or has produced a Florida Driver's License as identification and did take an oath.

NOTARY PUBLIC

Sign Janet M. Sullivan

Print JANET M. SULLIVAN

State of Florida at Large

My Commission Expires



Janet M. Sullivan
MY COMMISSION # CC707910 EXPIRES
February 5, 2002
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
JUL 31 PM 3:33
CLERK OF STATE
TALLAHASSEE, FLORIDA