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**P98000003689**

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**BASIC AMENDMENT**  
**CASUAL GOURMET FOODS, INC.**

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*Amend 11-10-04*  
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**CASUAL GOURMET FOODS, INC.**

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION**

**CASUAL GOURMET FOODS, INC.**, a corporation organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to the written consent of the shareholders of the Corporation, in lieu of a special meeting, which vote was sufficient for approval, the following resolutions were adopted on November 10, 2004, amending the Articles of Incorporation:

**FIRST:** The Corporation's name is: Casual Gourmet Foods, Inc.

**SECOND:** Article III of the Articles of Incorporation filed with the Secretary of State of Florida is amended in its entirety as follows:

**"ARTICLE III**

**GENERAL NATURE OF BUSINESS**

The corporation may transact any lawful business for which corporations may be incorporated under Florida law."

**THIRD:** Article IV of the Articles of Incorporation filed with the Secretary of State of Florida is amended in its entirety as follows:

**"ARTICLE IV**

**CAPITAL STOCK**

The total number of shares of capital stock that the Corporation shall have the authority to issue shall be 30,000,000 shares of common stock, par value \$.001 per share."

**FOURTH:** Article VII of the Articles of Incorporation filed with the Secretary of State of Florida is amended in its entirety as follows:

**"ARTICLE VII**

**PRINCIPAL OFFICE**

The address of the principal office of the Corporation is 4500 140th Ave. N., Suite 205, Clearwater, FL 33762. The location of the principal office shall be subject to changes as may be provided in bylaws duly adopted by the Corporation."

**FIFTH:** Articles VIII, IX, and X of the Articles of Incorporation filed with the Secretary of State of Florida are deleted.

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Steven W. Vazquez, Esquire  
Florida Bar # 0003042  
Foley & Fardner  
100 N. Tampa Street, Suite 2700  
Tampa, Florida 33602  
Phone: (813) 229-2300

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**IN WITNESS WHEREOF**, on the 10th day of November, 2004, the Corporation has caused its duly authorized officer to execute these Articles of Amendment to Articles of Incorporation so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

**CASUAL GOURMET FOODS, INC.,**  
a Florida corporation

By: 

Name:

BEN R. RIZZARD

Title:

CEO

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