

STEVEN A. WAGNER, P.A.

ATTORNEY AT LAW

TRIAL LAWYERS BUILDING
633 S.E. THIRD AVENUE, SUITE 302
FORT LAUDERDALE, FLORIDA 33301

STEVEN A. WAGNER

MEMBER: FLORIDA AND
DISTRICT OF COLUMBIA BARS

TELEPHONE: (954) 764-7466
FACSIMILE: (954) 463-1492

October 21, 1999

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

RE: *International Bakeries, Inc.*

ATTENTION: Amendment Department

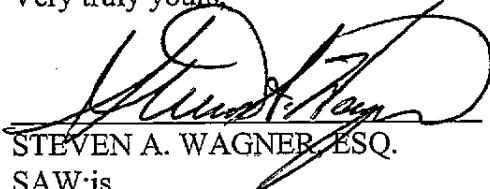
To Whom It May Concern:

Attached hereto please find the original and one (1) copy of the Articles of Amendment to Articles of Incorporation with Exhibit/Attachment, of the above Florida Profit Corporation. Also enclosed please find a Officer/Director's Resignation. Pursuant to your fee schedule, enclosed is this office's trust account check in the amount of \$78.75, reflecting payment of the Filing Fee for Articles of Amendment (\$35.00), filing fee for Resignation of Officer/Director and Certified Copy fee for the Articles of Amendment with exhibit/attachment (\$8.75). **Please return said certified copy and all accompanying documents to my attention at the following address:**

**STEVEN A. WAGNER, P.A.
633 S.E. THIRD AVENUE, SUITE 302
FORT LAUDERDALE, FLORIDA 33301**

Should any additional information be required, please do not hesitate to contact me at the above listed address. Thank you for your prompt attention to this matter.

Very truly yours,



STEVEN A. WAGNER, ESQ.

SAW:is

Enc.

800003058038--7
-10/25/99--01128--020
*****78.75 *****35.00

100003024371--0
-10/25/99--01128--020
*****78.75 *****43.75

FILED
99 NOV 19 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1998000014557
\$35.00
\$8.75
11-19-99
cy

STEVEN A. WAGNER, P.A.

ATTORNEY AT LAW
TRIAL LAWYER'S BUILDING
633 S.E. THIRD AVENUE, SUITE 302
FORT LAUDERDALE, FLORIDA 33301

STEVEN A. WAGNER

MEMBER: FLORIDA AND
DISTRICT OF COLUMBIA BARS

TELEPHONE: (954) 764-7466
FACSIMILE: (954) 463-1492

November 16, 1999

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

RE: *International Bakeries, Inc.* Reference # P98000014557

ATTENTION: Ms. Carol Mustain/Amendment Department

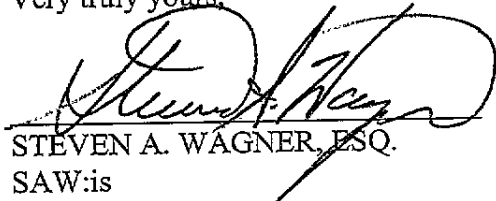
Dear Ms. Mustain:

Pursuant to our telephone conversation of today's date the above referenced corporate entity was re-instated on November 4th, 1999, therefore, enclosed please find the original and one (1) copy of the Articles of Amendment to Articles of Incorporation with Exhibit/Attachment, of the above Florida Profit Corporation. Also enclosed please find a Officer/Director's Resignation. Pursuant to your fee schedule this office has previously forwarded a draft in the amount of \$78.75, reflecting payment of the Filing Fee for Articles of Amendment (\$35.00), filing fee for Resignation of Officer/Director and Certified Copy fee for the Articles of Amendment with exhibit/attachment (\$8.75). **Please return said certified copy and all accompanying documents to my attention at the following address:**

**STEVEN A. WAGNER, P.A.
633 S.E. THIRD AVENUE, SUITE 302
FORT LAUDERDALE, FLORIDA 33301**

Should any additional information be required, please do not hesitate to contact me at the above listed address. Thank you for your attention to this matter.

Very truly yours,



STEVEN A. WAGNER, ESQ.
SAW:is
Enc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
INTERNATIONAL BAKERIES, INC.**

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 Amendments adopted:

ARTICLE V - PRINCIPAL OFFICE - The principal place of business and mailing address of this corporation shall be 1727 E. Young Circle, Hollywood, Florida 33019

Is hereby amended and changed to read as follows:

ARTICLE V - PRINCIPAL OFFICE - principal place of business and mailing address of this corporation shall be 131 S.E. First Avenue, Hallendale, Florida 33019

ARTICLE VI - REGISTERED AGENT - The name and address of the registered agent is JOSEPH L. MAGGI, the registered office shall be located at: 1727 E. Young Circle, Hollywood, Florida 33019.

Is hereby amended and changed to read as follows:

ARTICLE VI - REGISTERED AGENT - The name and address of the registered agent is:

<u>NAME</u>	<u>ADDRESS</u>
YOSSI BERGER	131 S.E. FIRST AVENUE HALLENDALE, FLORIDA 33019

ARTICLE VII remove Shlomo Attia and Joseph, see attached ex. A. MAGGI

SECOND: The foregoing amendment was duly adopted by the Directors on October 14th, 1999.

THIRD: No exchange, reclassification, or cancellation of issued shares are required as a result of this amendment.

FOURTH: The Amendment was adopted by the Directors without shareholder action and shareholder action was not required.

In witness whereof, the undersigned Directors of this corporation have executed these Articles of Amendment on October 14th, 1999.



YOSSI BERGER, Director

CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT OF:

INTERNATIONAL BAKERIES, INC.

**AS DESIGNATED IN ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION**

Having been named as Registered Agent to accept service of process for the above stated corporation, at the place designated in the Articles of Amendment to the Articles of Incorporation, I am familiar with and agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

YOSSI BERGER, Registered Agent

A handwritten signature in dark ink, appearing to read 'Yossi Berger', is enclosed within a hand-drawn oval.

By: _____
YOSSI BERGER

Ex. A

OFFICER/DIRECTOR RESIGNATION

WE, SHLOMO ATTIA and JOSEPH MAGGI, having sold all our right, title, and interest in all our shares of stock in INTERNATIONAL BAKERIES, INC., a corporation organized under the laws of the State of Florida hereby tender this our full and complete resignation from our positions as Directors, President, Vice-President, Treasurer and Secretary of International Bakeries, Inc. and affirm that the corporation has been notified in writing of our resignation.


SHLOMO ATTIA, Director/President


JOSEPH MAGGI, Director, Vice-President,
Treasurer, Secretary