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660 EAST JEFFERSON S	PEREET	·		
Requestor's Name TALLAHASSEE, FL 32	301			
Address	222–1092	,		
City State Zip	Phone			
CORPORA	TION(S) NAME			
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ARTICLES OF AMENDMENT

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OF

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PLANT CITY PIZZA, INC.

SECRETARY OF STATE TALLAHASSEE, FLORIDA

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT. THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

FIRST:

THE NAME OF THE CORPORATION IS PLANT CITY PIZZA, INC...

SECOND: THE ARTICLES OF INCORPORATION OF THIS CORPORATION ARE AMENDED BY CHANGING THE ARTICLE NUMBERED VII SO THAT, AS AMENDED, SAID ARTICLE SHALL READ AS FOLLOWS:

> NO SHAREHOLDER SHALL HAVE THE RIGHT TO CUMULATE HIS VOTES FOR THE ELECTION OF DIRECTORS, BUT EACH SHARE SHALL BE ENTITLED TO ONE VOTE IN THE ELECTION OF EACH DIRECTOR AND FOR ALL OTHER PURPOSES. A TWO-THIRD'S MAJORITY IS REQUIRED. FOR ANY ACTION WHICH REQUIRES THE VOTE OR CONCURRENCE OF SHAREHOLDERS. ANY ACTION REQUIRED TO BE TAKEN OR WHICH MAY BE TAKEN AT A MEETING OF THE SHAREHOLDERS MAY BE TAKEN WITHOUT A MEETING, WITHOUT PRIOR NOTICE AND WITHOUT A VOTE IF A WRITTEN CONSENT SETTING FORTH THE ACTION SO TAKEN HAS BEEN SIGNED BY THOSE SHAREHOLDERS HOLDING A TWO-THIRD'S MAJORITY OF THE VOTES ENTITLED TO VOTE ON SUCH ACTION.

THIRD:

THE AMENDMENT TO THE ARTICLES OF INCORPORATION OF THE CORPORATION SET FORTH ABOVE WAS ADOPTED ON APRIL 1, 1998.

FOURTH: PRIOR TO THE ISSUANCE OF SHARES, THE AMENDMENT WAS ADOPTED BY THE INCORPORATORS AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED ON APRIL 1, 1998.

INCORPORATOR:

I:\P\Plant City Pizza, Inc\Amendment to ArtIcles.wpd