



P98000055172
AMSTER, GOMEZ & GOTTFRIED, P.A.
 ATTORNEYS AT LAW

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 PAUL D. GOTTFRIED, ESQUIRE, LL.M.*
 *ALSO ADMITTED IN NEW YORK

OF COUNSEL:

DAVID F. ANDERSON, ESQUIRE, M.B.A., J.D., LL.M.
 SEAN J. GREENE, ESQUIRE

412 SOUTHEAST 23RD STREET
 FORT LAUDERDALE, FLORIDA 33316

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January 11, 1999.

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

Attn.: Amendments

Re: Amendment of Articles of Amendment for G. AMORE, INC.

Document No: (P98000055172)

Date of Incorporation: June 19, 1998

000002756390--7
 -01/27/99--01048--014
 *****35.00 *****35.00

Dear Sir or Madam:

Enclosed please find Articles of Amendment which is being submitted for filing concerning the above-referenced corporation. In addition, enclosed you will find our law firm check numbered 1686 in the amount of \$35.00 made payable to the "Department of State" representing the filing fee for said Articles of Amendment.

Upon your receipt and processing of the enclosed documents, kindly provide our office with conformation of the acceptance of the Article of Amendment. In the event you should have any questions or require additional information, please do not hesitate to contact our office.

Thank you in advance for your attention and cooperation regarding this matter.

Sincerely,

AMSTER, GOMEZ & GOTTFRIED, P.A.

Paul D. Gottfried
 Paul D. Gottfried, Esq.
 For the Firm

Amend

PDG/pg
 enclosures

VS FEB 17 1999

FILED
 99 FEB 15 PM 3:25
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

*Note:
 Incorporator Did Not Change*



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

February 3, 1999

PAUL D. GOTTFRIED, ESQ.
412 SE 23RD ST.
FT. LAUDERDALE, FL 33316

SUBJECT: G. AMORE, INC.
Ref. Number: P98000055172

We have received your document for G. AMORE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 999A00004607

RECEIVED
99 FEB 15 AM 10:00
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of
G. AMORE, INC.

FILED
99 FEB 15 PM 3:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: The Florida Department of State:

Pursuant to the provisions of Section 607.1006, Florida Statutes, G. AMORE, INC., a Florida Corporation, (P98000055172), has adopted the following Articles of Amendment to its Articles of Incorporation:

1. Article V of the Articles of Incorporation of G. AMORE, INC. is hereby amended in its entirety to provide as follow:

ARTICLE V-PRINCIPAL ADDRESS

The street address of said corporation shall be 1155 Buchanan Street Hollywood, Florida 33019, with the privilege of having its offices and branch offices at other places within or without the State of Florida.

2. Article VI of the Articles of Incorporation of G. AMORE, INC. is hereby amended in its entirety to provide as follow:

ARTICLE VI-OFFICERS AND DIRECTORS

The name and addresses of the officers of the corporation who shall serve hold office for the first year of the corporation, or until their successors are elected or appointed are:

NAME:

Clara Santoro
President

Randy R. Rufrano
Vice-President/
Secretary/Treasurer

ADDRESS:

1155 Buchanan Street
Hollywood, Florida 33019

106 Gables Blvd.
Weston, Florida 33326

This corporation shall have two (2) Directors. The name and addresses of the Directors of the corporation who shall serve until the first annual meeting of the stockholders or until their successors are elected or appointed are:

NAME:

Clara Santoro

Randy R. Rufrano

ADDRESS:

1155 Buchanan Street
Hollywood, Florida 33019

106 Gables Blvd.
Weston, Florida 33326

3. Article VII of the Articles of Incorporation of G. AMORE, INC. is hereby amended in its entirety to provide as follow:

ARTICLE VII-INCORPORATOR

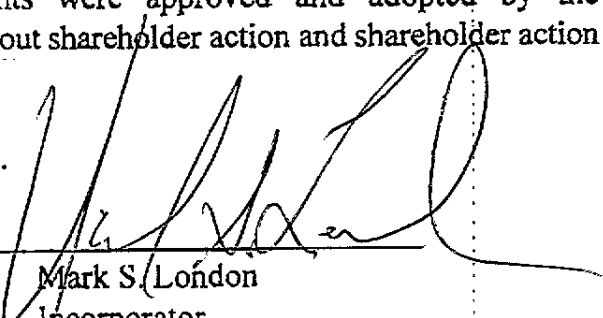
The name and street address of the person who is the incorporator is:

Mark S. London
4030-C Sheridan Street
Hollywood, Florida 33021

3. The above-detailed amendments were approved and adopted by the incorporator(s) on January 19, 1999 without shareholder action and shareholder action was not required.

Signed this 19th day of January, 1999.


BY:


Mark S. London
Incorporator

STATE OF FLORIDA)
) SS
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared MARK S. LONDON, to me well known and known to me to be the person described in and who executed the foregoing Articles of Amendment, and he acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official seal at Hollywood, Broward County, Florida on January 19, 1999.

 (SEAL)
Notary Public
State of Florida at Large
My Commission Expires:



SONYA M STERLING
My Commission CC489078
Expires Sep. 05, 1999