

P9800006622

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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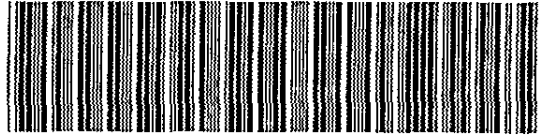
(Business Entity Name)

(Document Number)

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03 APR 29 PM 1:55

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMEND
KRG sp
(5)

**Global Franchise Concepts, Inc.
5125 Willow Leaf Drive
Sarasota, Florida 34241**

April 23, 2003

Doris Brown
Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

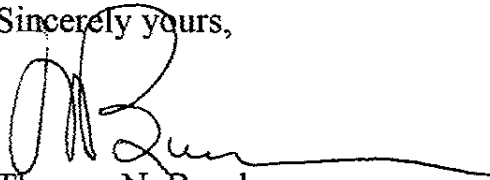
**Re: Articles of Amendment – Global Franchise Concepts, Inc
P98000066223**

Dear Ms. Brown

Enclosed please find the original and one copy of the Articles of Amendment for Global Franchise Concepts, Inc. and our check for \$43.75. This includes \$35.00 for the Articles of Amendment and \$8.75 for a certified copy.

Please mail the return copy to the above-mentioned address. Should you have any questions, please call me at 941/ 232.2039. Thank you for your attention in this matter.

Sincerely yours,

A handwritten signature in black ink, appearing to read 'T. Burnham', with a long horizontal flourish extending to the right.

Thomas N. Burnham

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
03 APR 29 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GLOBAL FRANCHISE CONCEPTS, INC.

(present name)

P98000066223

(Document Number of Corporation (If known))

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: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

FOURTH: ARTICLE 4: CAPITAL STOCK of the Articles of Incorporation is amended to read as follows:

ARTICLE 4: CAPITAL STOCK

This Corporation is authorized to issue two (2) classes of shares of stock, as follows:

Common

Fifty Million (50,000,000) shares of Common Capital Stock having no par value and a stated value of one-third of \$.01 per share. This class of stock shall be voting stock and shall have the right to vote to elect all members of the Board of Directors, and shall have the right to vote on all issues affecting the Corporation on which shareholders are entitled to vote as provided by these Articles, the By-Laws and by Law. The issued and outstanding shares of this class of stock shall have right to dividends, distributions and liquidation proceeds upon dissolution of this Corporation. All of the foregoing such rights of each issued and outstanding share of Common Capital Stock shall be identical to the rights of every other issued and outstanding share of Common Capital Stock.

Continued on attached page

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Global Franchise Concepts, Inc.
Articles of Amendment
Article 4: Capital Stock
Page 2

Preferred

Fifteen Million (15,000,000) shares of Preferred Capital Stock having no par value and a stated value of one-third of \$.01 per share. This class of stock shall such voting rights, such rights to elect directors, such rights to vote on issues affecting the Corporation on which shareholders may be entitled to vote, and such rights to dividends, distributions and liquidation proceeds upon dissolution of this Corporation, together with and including such powers, limitations, preferences and qualifications as the board of directors may determine before the issuance thereof and as shall be consistent with and within the limits of Section 601 of the Florida Business Corporations Act, Sec. 607.0601 Florida Statutes. The board of directors may divide the the stock of this class into any number of series thereof as provided in Section 602 of the Florida Business Corporation Act, Sec. 607.0602 Florida Statutes. Before issuing any shares of stock of this class or any series thereof, the Corporation shall cause to be filed articles of amendment to these articles of incorporation as required by Section 602 of the Florida Business Corporation Act, Sec. 607.0602 Florida Statutes, which said articles of amendment shall be effective upon adoption by the board of directors without shareholder action.

THIRD: The date of each amendment's adoption: April 15, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 15th day of April, 2003

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Thomas N. Burnham

(Typed or printed name)

Chairman and CEO

(Title)