

Parrish & Moore, P.A.
ATTORNEYS AT LAW

2171 Pine Ridge Road
Naples, Florida 34109

Phone: (941) 566-2013
Fax: (941) 566-9561

August 25, 1998

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

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-08/31/98--01049--020
*****35.00 *****35.00

Re: *Articles of Amendment: Café Des Artistes of
S.W. Florida, Inc.*

Dear Sir or Madam:

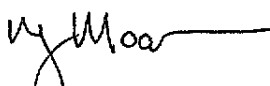
Attached please find the original and one copy of the Articles of Amendment for Café des Artistes of S.W. Florida, Inc., together with a check in the amount of \$35.00. The corporation has elected to amend its name to "Le Caffé des Artistes of S.W. Florida, Inc."

Please forward any correspondence and/or inquiries to:

Parrish & Moore, P.A.
c/o Michael G. Moore
2171 Pine Ridge Road, Ste D.
Naples, Florida 34109

Very Truly Yours,

PARRISH & MOORE, P.A.


Michael G. Moore

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98 AUG 31 AM 9:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosures as stated
cc: Michael Elden, via hand delivery

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CRD
9/4

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CAFÉ DES ARTISTES OF S.W. FLORIDA, 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: Amendment Adopted:

The corporation's name shall be changed to **LE CAFFE DES ARTISTES OF S.W. FLORIDA, INC.**

SECOND: Date of Adoption of Amendment:

The above-referenced amendment was adopted on August 24, 1998.

THIRD: Adoption of Amendment:

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 24 day of August, 1998.

Michael Elden
Michael Elden, President

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SECRETARY OF STATE
TALLAHASSEE FLORIDA