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Ps 1/2/03 Anis December 12, 2002

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

Dear Sir or Madam:

Find attached our request to amend the articles of incorporation of COLPRIN INTERNATIONAL, INC. Doc. #P98000084443. Find also enclosed the filing fee of \$35 plus \$8.75 to request one certified copy of the amendments (check #180 for \$43.75 to the Department of State).

Thank you,

Raul D. Perez

Director, President

Colprin International, Inc.

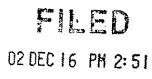
And

Colprin International, Inc. DBA Quizno's #3036

153 Giralda Ave. Coral Gables, FL 33134

(305) 444-4481

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ALLAHASSEE FLORIDA

COLPRIN INTERNATIONAL, INC.

(present name)

P98000084443

(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)

Change principal place of business to: 153 GIRALDA AVE. CORAL GABLES, FLORIDA 33134

ARTICLE IV ADDRESS

Change the street address of the registered office of the corporation to: 153 GIRALDA AVE. CORAL GABLES, FLORIDA 33143

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:

NONE

17

THIRD: T	he date of each amendment's adoption: DECEMBER 12, 2002		
	Adoption of Amendment(s) (CHECK ONE)		
۵	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
0	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 vot separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"		
2	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.		
Signature	Signed this 12 day of DECEMBER 2002 (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)		
	RAUL DARIO PEREZ (Typed or printed name)		
	DIRECTOR, PRESIDENT		
	(Tela)		