

P99000009227

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Eric Lee	Kenneth P. Wurtenberger	the State of Florida

May 12, 1999

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-05/13/99-01072-003
*****43.75 *****43.75

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
Amendment Filing Section
409 East Gaines Street
Tallahassee, FL 32399

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MAY 12 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: **Southeastern Friends, Inc.**
Document Number: P99000009227

Dear Sir or Madame:

Enclosed herewith are the following:

1. Amendment with certified copy; and
2. A check in the amount of \$43.75 for filing fees.

Please file and forward confirmation to me c/o Atlas, Pearlman, Trop & Borkson, P.A., 200 E. Las Olas Boulevard, Suite 1900, Fort Lauderdale, FL 33301. Should you have any questions, please do not hesitate to contact me at (954) 766-7829.

Sincerely,

[Signature]
Myra Mahoney

Amend
5/20/99

99/6150.100/202449.1

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99 MAY 12 PM 2:48

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
SOUTHEASTERN FRIENDS, INC.**

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned, being the President of Southeastern Friends, Inc., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida ("Corporation"), bearing document number P99000009227, does hereby certify:

FIRST: That pursuant to unanimous written consent of the Board of Directors and majority consent of the shareholders of the Corporation dated May 4, 1999, the Board of Directors and shareholders approved the Amendment to the Corporation's Articles of Incorporation as follows: The number of votes cast was sufficient for approval.

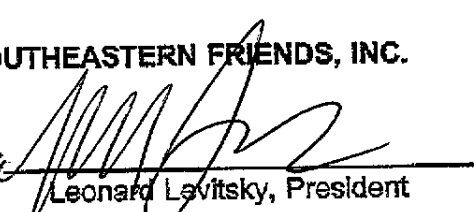
Article III of the Corporation's Articles of Incorporation shall be deleted in its entirety and replaced with the following:

**ARTICLE III
NATURE OF CORPORATE BUSINESS AND POWERS**

The business to be transacted by this Corporation shall be to operate as a franchisee of Friendly Ice Cream Corporation.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of May 4, 1999.

SOUTHEASTERN FRIENDS, INC.

By: 
Leonard Lavitsky, President

James M. Schneider, Esq., Florida Bar No. 214338
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