

099000032582

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

FILED
2001 AUG 24 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BIG BAGEL, Inc.

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-08/24/01--01014--027
*****35.00 *****35.00

- ___ Art of Inc. File
- ___ LTD Partnership File
- ___ Foreign Corp. File
- ___ L.C. File
- ___ Fictitious Name File
- ___ Trade/Service Mark
- ___ Merger File
- ☒ Art. of Amend. File
- ___ RA Resignation
- ___ Dissolution / Withdrawal
- ___ Annual Report / Reinstatement
- ☒ Cert. Copy
- ☒ Photo Copy
- ___ Certificate of Good Standing
- ___ Certificate of Status
- ___ Certificate of Fictitious Name
- ___ Corp Record Search
- ___ Officer Search
- ___ Fictitious Search
- ___ Fictitious Owner Search
- ___ Vehicle Search
- ___ Driving Record
- ___ UCC 1 or 3 File
- ___ UCC 11 Search
- ___ UCC 11 Retrieval
- ___ Courier

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01 AUG 24 AM 10:44
DIVISION OF CORPORATION

G. Coulllette AUG 24 2001

Signature

Requested by: KC

Name Date 8/24 Time

Walk-In Will Pick Up

**ARTICLES OF AMENDMENT TO
BIG BAGEL, INC.**

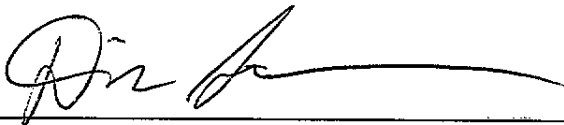
THE UNDERSIGNED, being the sole director and president of Big Bagel, Inc., does hereby amend its Articles of Incorporation as follows:

**ARTICLE IV
SHARES**

4.1. The capital stock of this corporation shall consist of 100,000,000 shares of commonstock, no par value.

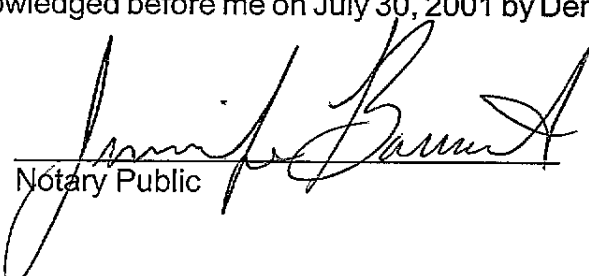
I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on July 30, 2001 and that the number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this on July 30, 2001.

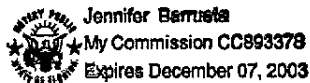


Dennis Sturm, President and Sole Director

The foregoing instrument was acknowledged before me on July 30, 2001 by Dennis Sturm, who is personally known to me.


Notary Public

My commission expires:



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