

# S98502

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**BASIC AMENDMENT**  
**INTERNATIONAL FAST FOOD CORPORATION**

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Amendment  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 2, 2000

INTERNATIONAL FAST FOOD CORPORATION  
1000 LINCOLN ROAD  
MIAMI BEACH, FL 33139

SUBJECT: INTERNATIONAL FAST FOOD CORPORATION  
REF: S98502

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**ARTICLES OF AMENDMENT  
TO  
THE AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
INTERNATIONAL FAST FOOD CORPORATION**

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Pursuant to the provisions of Section 607.10025 of the Florida Business Corporation Act (the "Act"), the undersigned corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

1. The name of the corporation is **INTERNATIONAL FAST FOOD CORPORATION** (the "Corporation"), Charter #S98502, filed on December 6, 1991.

2. The following Amendment to the Amended and Restated Articles of Incorporation was adopted by the Board of Directors of the Corporation on September 29, 2000 in the manner prescribed by Section 607.0821 of the Act providing approval for a 1-for-100 reverse stock split of the Corporation's outstanding shares of Common Stock:

**RESOLVED**, that the Corporation's Amended and Restated Articles of Incorporation shall be amended by deleting the first paragraph of Article III which reads as follows:

**"ARTICLE III**

**Capital Stock**

The aggregate number of shares of all classes of capital stock that this Corporation shall have authority to issue is Two Hundred and Two Million (202,000,000) shares, consisting of (i) Two Hundred Million (200,000,000) shares of common stock, par value \$0.01 per share (the "Common Stock"), and (ii) Two Million (2,000,000) shares of preferred stock, par value \$0.01 per share (the "Preferred Stock")."

**RESOLVED**, that the first paragraph of Article III of the Corporation's Amended and Restated Articles of Incorporation shall be replaced by the following:

**"ARTICLE III**

**Capital Stock**

"Prior to the effective time of this Amendment, the aggregate number of shares of all Common Stock of the company consisted of 200,000,000 shares of Common Stock, par value \$0.01 per share. On September 29, 2000, the Board of Directors of the Corporation effective a 1-for-100 reverse stock split of the Corporation's Common Stock. All of the shares of Common Stock of the Corporation issued and outstanding, immediately prior to the time this Amendment becomes effective shall be and are by this means automatically changed (without further act) into a number of fully paid and nonassessable shares of Common Stock determined by dividing (i) 45,863,209, the total number of shares of Common Stock issued and outstanding immediately prior to the time this Amendment becomes effective, by (ii) one hundred (100). All of the shares of Common Stock of the Corporation authorized for issuance, immediately prior to the time this Amendment becomes effective shall be and are by this means automatically

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changed (without further act) into a number of fully paid and nonassessable shares of Common Stock determined by dividing (i) 200,000,000, the total number of shares of Common Stock authorized for issuance immediately prior to the time this Amendment becomes effective by (ii) one hundred (100). The following change shall constitute a one-for-one hundred reverse stock split and shall result in an aggregate of approximately 2,000,000 shares of Common Stock authorized for issuance and approximately 458,633 shares of Common Stock issued and outstanding. No fractional shares of less than one share shall be issued. Shareholders who would otherwise receive fractional shares shall receive the next highest whole number of shares of the Corporation. As a result of the reverse stock split, the Corporation shall have 2,000,000 authorized shares of Common Stock available for issuance and 2,000,000 authorized shares of Preferred Stock available for issuance."

3. Except as hereby amended, the Amended and Restated Articles of Incorporation of the Corporation shall remain the same.

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**IN WITNESS WHEREOF**, the undersigned being the President of the Corporation, has executed these **Articles of Amendment to Amended and Restated Articles of Incorporation of INTERNATIONAL EAST FOOD CORPORATION** this 29th day of September, 2000.

**INTERNATIONAL EAST FOOD CORPORATION,**  
a Florida Corporation

By:  President

Mitchell Rubinson

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