



Please file and
V40039

ACCOUNT NO. : 072100000032

REFERENCE : 858120 137709A

AUTHORIZATION :

Patricia Pigatto

COST LIMIT : \$ 43.75

ORDER DATE : October 10, 2000

ORDER TIME : 10:55 AM

ORDER NO. : 858120-015

CUSTOMER NO: 137709A

CUSTOMER: Merritt Gardner, Esq
Gardner Wilkes Shaheen &
2650 Suntrust Financial Center
401 East Jackson Street
Tampa, FL 33602

FILED
00 OCT 10 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

3000003420563--0

NAME: B & V RESTAURANT, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight

EXT: 1156

EXAMINER'S INITIALS:

N.C.
COULLETTE OCT 10 2000

RECEIVED
00 OCT 10 AM 11:33
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
B & V RESTAURANT, INC.

FILED
OCT 10 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B & V RESTAURANT, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on May 29, 1992, at which time the name of the Corporation was "B & V RESTAURANT, INC.".

2. The Amendment to the existing Articles of Incorporation being effected hereby is that resulting from completely deleting Article I of the Articles of Incorporation as of the date hereof, and by substituting in its place the Article set forth below.

3. As amended below, Article I of the Articles of Incorporation has the sole effect of changing the Corporation's name from "B & V Restaurant, Inc." to "Crispers, Inc.". The Amendment to the existing Articles of Incorporation being effected

hereby will make no change in the current capital structure of the Corporation.

4. This amendment to the Articles of Incorporation was approved by a unanimous Joint Written Consent of the Board of Directors and Stockholders of the Corporation, adopted on the 30 day of SEPT, 2000.

5. The Amended Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid, and thereafter the name of the Corporation shall be "Crispers, Inc.", and Article I of the Articles of Incorporation of the Corporation shall read as follows:

* * *

ARTICLE I. NAME

The name of this Corporation is:

Crispers, Inc.

* * *

IN WITNESS WHEREOF, B & V RESTAURANT, INC., has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President and Secretary and to be acknowledged by its President.

ATTEST:

(Corporate Seal)

B & V RESTAURANT, INC.

Michael R. Calhoon

MR Calhoon
Michael R. Calhoon
Secretary

By: William J. Whitaker
William J. Whitaker
President

BEFORE ME, the undersigned authority, on this 30 day of Sept., 2000, personally appeared William J. Whitaker who acknowledged to me that he signed the foregoing Articles of Amendment of the Articles of Incorporation of B & V Restaurant, Inc., as the Corporation's President for the uses and purposes therein stated. He is personally known to me.

NOTARY PUBLIC:

Sign: Pamela M. Warner

Print: Pamela M. Warner

State of Florida at Large

My Commission Expires: 5/22/2004

PAMELA M. WARNER
NOTARY PUBLIC - STATE OF FLORIDA
COMMISSION # CC929881
EXPIRES 5/22/2004
BONDED THRU ASA 1-888-NOTARY1