

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.

500004554985-9
-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 _____
- 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 _____

RECEIVED
01 AUG 24 AM 10:44
DIVISION OF CORPORATION

G. Coullotte AUG 24 2001

Signature _____

Requested by: KC 8/24
Name _____ Date _____ 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.

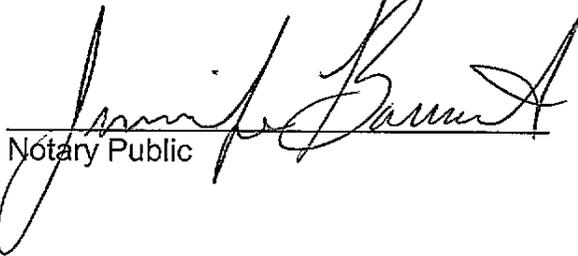
I hereby certify that the following was adopted by a majority vote of the shareholders and directors of the corporation on July 30, 2001 and that the number of votes cast was sufficient for approval.

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

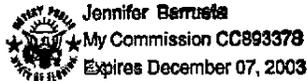


Dennis Sturm, President and Sole Director

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:



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