

State of Idaho

Department of State

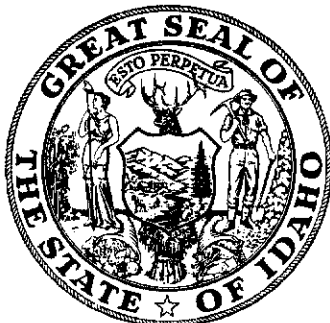
CERTIFICATE OF AMENDMENT OF

PEPE D'ORO, INC.
File Number C 106142

I, PETE T. CENARRUSA, Secretary of State of the State of Idaho, hereby certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of PEPE D'ORO, INC., changing the corporate name to KISMET ENTERPRISES, INC., duly executed pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated: May 13, 1996



Pete T. Cenarrusa
SECRETARY OF STATE

By *Louisa Herold*

MAY 13 2 07 PM '96

SECRETARY OF STATE
STATE OF IDAHO

**ARTICLES OF AMENDMENT TO ARTICLES OF
INCORPORATION
OF PEPE D'ORO, INC.**

IDAHO SECRETARY OF STATE
DATE 05/13/1996 0900 62192

CK #: 14259 CUST# 15879

AMEND PROF

30.00= 30.00

KNOWN ALL PEOPLE BY THESE PRESENTS:

That pursuant to Section 30-1-59 Idaho Code, RaDawn Anthony, and John Alfred Smythe III, being the sole shareholders entitled to vote, consented to the adoption of a resolution which amends the Articles of Incorporation of Pepe D'Oro Inc., to read as follows:

ARTICLE ONE - NAME

The name of this corporation shall be Kismet Enterprises, Inc.

ARTICLE THREE - DURATION

The period of duration for Kismet Enterprises, Inc., shall be perpetual.

ARTICLE FOUR - PURPOSES

The purposes and objects for which this corporation are formed are to engage in the business of a retail and wholesale bakery, a restaurant, food catering, expresso coffee bar, activities in support of the principle purposes, and to engage in any other and all lawful business for which corporations may be organized under the Idaho Business Corporation Act.


ARTICLE FIVE - REGISTERED AGENT AND OFFICE

That the location and street office address of the registered office of this corporation in the State of Idaho, and its registered agent shall be as follows:

Christopher D. Bray
1109 Main Street
Boise, ID 83701

By: Rakenn Anthony
President, Rakenn Anthony
Pepe D'Oro, Inc.

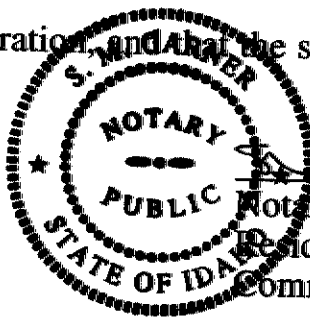
ATTEST:


Secretary, John A. Smythe III
Pepe D'Oro, Inc.

VERIFICATION

STATE OF IDAHO)
)ss
COUNTY OF ADA)

I, S. MCDANER, a notary public, do hereby certify that on this 8th day of May, 1996, personally appeared before me RaDawn Anthony who, being by me first duly sworn declared that she is the President of Pepe D'Oro, Inc., that she signed the foregoing document as President of the corporation, and that the statements therein contained are true.



Notary Public for Idaho
Residing at: Boise, Idaho
Commission Expires: 8.2.99

VERIFICATION

STATE OF IDAHO)
COUNTY OF ~~ADA~~^{SE})ss
Canyon)

I, Helena J. Robert, a notary public, do hereby certify that on this 6th day of May, 1996, personally appeared before me John A. Smythe, III, who, being by me first duly sworn declared that he is the Secretary of Pepe D'Oro, Inc., that he signed the foregoing document as Secretary of the corporation, and that the statements therein contained are true.

Helena J. Robert
Notary Public for Idaho
Residing at: ~~Boise, Idaho~~ ^{se Nampa, Idaho}
Commission Expires: 3-21-97