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BASIC AMENDMENT
PASHA'S RESTAURANTS INC.

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is:
Pasha's Restaurants Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows:
The text of Article V is deleted and replaced with the following:

The Corporation shall have the authority to issue 1,000,000 shares of common stock, par value \$.01 per share. In addition, the Corporation shall have the authority to issue 4,000,000 shares of preferred stock, par value \$.01 per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors.

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on
July 9, 2001.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Pasha's Restaurants Inc.

By: 
by S.T. Samuel as attorney-in-fact

Name: Nicolas Cortes

Title: Vice President / Director

Date: 7/9/2001

Corporate Creations International Inc.
941 Fourth Street #200
Miami Beach FL 33139
(305) 672-0686

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