

Division of Corporations

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Florida Department of State  
Division of Corporations  
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To:  
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Fax Number : (850) 922-4000

From:  
Account Name : MIDLAND ENTERPRISES, INC./PARALEGAL ASSOCIATE  
Account Number : I19990000034  
Phone : (954) 565-7723  
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

BRAZIL RESTAURANTS CORPORATION

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

AMEND  
3  
1/31

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

BRAZIL RESTAURANTS CORPORATION

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Pursuant to the provisions of Section 607.1006 Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation.

**FIRST:** Amendment(s) adopted:

Article XVI - Initial Board of Directors of Incorporation shall be amended to reflect the resignations of Valdete Soares and Adelio Soares from the Board of Directors

Article VI - Subscribers - Shall be amended to reflect the resignations of Valdete Soares and Adelio Soares of as Subscribers, and the sole shareholder shall be as follows:

Alan P Matosinho 3520 Banks Road, #104, Margate, Florida 33063 100%

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Article VI - Subscribers - Shall be amended to reflect the resignations of Valdete Soares and Adelio Soares as Subscribers and the change in shareholders shall be reflected as follows:

**SOLE SHAREHOLDER**  
Alan P Matosinho 3520 Banks Road, #104, Margate, Florida 33063 100%

**THIRD:** The date of each amendraent's adoption: January 11<sup>th</sup> 2001

**FOURTH:** Adoption of Amendment(s):

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

The amendment(s) was/ere approved by the shareholders through voting groups. The number of votes cast for the amendment(s) was/were sufficient for approval by

\_\_\_\_\_  
(voting group)

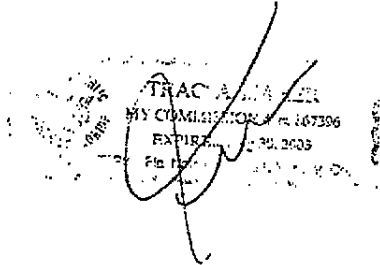
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X The amendments were approved by the board of Directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12 day of January, 2001



Signature Valdute Soares  
Valdute Soares - Chairman of the Board of Directors  
(By the Chairman or Vice Chairman of the Board of Directors,  
President or other officer if adopted by the shareholders)

OR

(By a Director if adopted by the Directors)

OR

(By an incorporator if adopted by the incorporators)

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