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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** 2ND GENERATION BAR AND GRILL, INC.

**DOCUMENT NUMBER:** P02000021745

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

GENE MILLER  
(Name of Contact Person)

\_\_\_\_\_  
(Firm/ Company)

3450 N.E. LINDA DRIVE  
(Address)

JENSEN BEACH, FL 34957  
(City/ State and Zip Code)

For further information concerning this matter, please call:

GENE MILLER at ( 772 ) 631-3026  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327,  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 15, 2007

GENE MILLER  
3450 NE LINDA DR  
JENSEN BEACH, FL 34957

SUBJECT: 2ND GENERATION BAR AND GRILL, INC.  
Ref. Number: P02000021745

We have received your document for 2ND GENERATION BAR AND GRILL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6927.

Tracy Smith  
Document Specialist

Letter Number: 207A00033866

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

07 JUN -5 AM 9:55

RECEIVED

Articles of Amendment  
to  
Articles of Incorporation  
of

2ND GENERATION BAR AND GRILL, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

P02000021745

(Document number of corporation (if known))

FILED  
07 JUN -5 AM 10:42  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**NEW CORPORATE NAME (if changing):**

G.E.M. ENTERTAINMENT, INC.

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")

(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

**AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE)** Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

ARTICLE XII: DESIGNATION OF AGENT AND PLACE FOR

SERVICE OR PROCESS IS BEING AMENDED TO REMOVE

GENE MILLER AS REGISTERED AGENT AND NAMING MARY R.

BARALEY AS REGISTERES AGENT

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: April 15, 2007

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

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

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by \_\_\_\_\_."  
(voting group)

The amendment(s) was/were adopted 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.

Signature Gene Miller  
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

GENE MILLER  
(Typed or printed name of person signing)

DIRECTOR  
(Title of person signing)

**FILING FEE: \$35**