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April 22, 1997

Secretary of State
State of Florida
Corporation Department
409 E. Gaines Street
Tallahassee, Florida 32399

200002157072--4
-04/28/97--01124--001
*****35.00 *****35.00

Re: Express of Sarasota, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of Articles of Amendment to the Articles of Incorporation of Express of Sarasota, Inc. changing its name to The Italian Grill, Inc.

Also enclosed is my firm's check in the amount of \$35.00 for your filing fee for the Amendment.

Please return the date stamped copy evidencing the filing for our records. Thank you.

Very truly yours,


J. KEVIN DRAKE

JKD/lrs
Encls.

FILED
97 APR 28 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION
OF
EXPRESS OF SARASOTA, INC.

FILED
97 APR 28 AM 8:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT to its Articles of Incorporation and Bylaws, the following provision of the Articles of Incorporation of EXPRESS OF SARASOTA, INC., a Florida corporation, filed in Tallahassee, Florida on July 12, 1993 be and they hereby are amended in the following particulars:

Paragraph 1 is hereby deleted and the following is substituted therefor:

1. Name. The name of the Corporation is THE ITALIAN GRILL, INC.

The foregoing Amendment was adopted by written consent of all shareholders entitled to vote and unanimous consent of the directors of the Corporation on the 1st day of January, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 3rd day of January, 1997.



Frank Visconti, President & Director



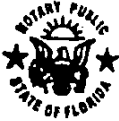
Aurelio Giacinto, Secretary & Director

STATE OF FLORIDA
COUNTY OF SARASOTA

THE FOREGOING instrument was acknowledged before me on the 3rd day of January, 1997, by Frank Visconti as President of the corporation, who is personally known to me or who has produced _____ as identification and who did not take an oath.

STATE OF FLORIDA
COUNTY OF SARASOTA

3rd THE FOREGOING instrument was acknowledged before me on the
day of January, 1997, by Aurelio Giacinto, as
Secretary of the corporation, who is personally known to me or who
has produced _____ as identification
and who did not take an oath.



J KEVIN DRAKE
My Commission CCS11885
Expires Mar. 02, 2000

A handwritten signature in cursive script, appearing to read "J Kevin Drake", written over a horizontal line.

Print Name: J Kevin Drake
Notary Public
My commission expires: