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97 AUG 21 PM 4:43
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

8/21/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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((H97000013850 7))

TO: DIVISION OF CORPORATIONS FAX #: (850)922-4000
FROM: PROSKAUER ROSE GOETZ & MENDELSON ACCT#: 074673001063
CONTACT: KATHY RASLER
PHONE: (561)995-4751 FAX #: (561)241-7145

NAME: THE BBQ COMPANY
AUDIT NUMBER.....H97000013850
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 1
CERT. COPIES.....1 DEL.METHOD.. FAX
EST.CHARGE.. \$87.50

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8/21/97

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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3:43

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** ENTER 'M' FOR MENU. **
** INVALID SELECTION...PLEASE RE-ENTER **
ENTER SELECTION AND <CR>: \$\$\$off

Amendment
8/22/97
DC

RECEIVED
60-21 RD PM 12:00
97 AUG 21 12:00 PM '97

H97000013850 7

ARTICLES OF AMENDMENT
TO
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE BBQ COMPANY

FILED
97 AUG 21 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Amended and Restated Articles of Incorporation:

FIRST: Article V of the Amended and Restated Articles of Incorporation, relating to the number of shares authorized and par value of the common stock of the corporation, is hereby amended to read, in its entirety, as follows:

"Article V
Capital Stock

The corporation is authorized to issue 10,000,000 shares of common stock, \$.01 par value per share."

SECOND: The written amendment effected herein was authorized by the written consent setting forth the action so taken, of the Board of Directors on August 1, 1997, pursuant to Section 607.0821 of the Florida Business Corporation Act.

THIRD: The written amendment effected herein does not require the consent of the Shareholders of the Corporation, pursuant to Section 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, we hereunto sign our names and affirm that the statements made herein are true under the penalties of perjury, this 1st day of August, 1997.

Henry E. Lichtenberger, Esq.
FL Bar No. 0938238
Proskauer Rose LLP
2255 Glades Rd., Suite 340W
Boca Raton, FL 33431
(561) 995-4781

By: S. Bruce Wunner
Name: S. Bruce Wunner
Title: Chairman of the Board and
Chief Executive Officer

H97000013850 7

P96000059798

IRVING JOSEPH GONZALEZ

ATTORNEY AT LAW
444 BRICKELL AVENUE
SUITE 928
MIAMI, FLORIDA 33131

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

FILED STATIONS
SECRETARY OF CORPORATIONS
97 AUG 12 AM 10:00

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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*****35.00 *****35.00

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

*NIC Amend
sf
8/21/97*

*Per Mr. Gonzalez -
OK to add
cast sufficient
for approval.
sf*

Examiner's Initials

AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
THE SPORTS STORE III, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 AUG 12 AM 10:00

The undersigned does hereby execute, acknowledge and file the following Amendment to the Articles of Incorporation of THE SPORTS STORE III, INC.:

1. The name of the corporation currently is THE SPORTS STORE III, INC.

2. The Articles of Incorporation are hereby amended by changing the name of the corporation from THE SPORTS STORE III, INC., to THE SPORTS STORE II, INC.

3. This Amendment was adopted by greater than a majority of the Shareholders and Directors of the Corporation on July 18, 1997, in the manner prescribed by the Florida General Corporation Act. The number of votes cast for amendment was sufficient for approval.

4. The effective date of this Amendment shall be upon the filing of this Amendment to the Articles of Incorporation with the Secretary of State of the State of Florida.

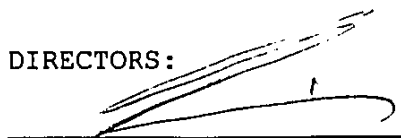
IN WITNESS WHEREOF, the undersigned, being a majority of the Shareholders and all of the Directors of the above-named corporation, do hereby make and file this Amendment to the Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and execute this Amendment to the Articles of Incorporation this 18 day of July, 1997.

SHAREHOLDERS:



GIORGIO ESPINOSA

DIRECTORS:



GIORGIO ESPINOSA