

5/28/98

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NAME: LAKES BREW HOUSE, INC.
AUDIT NUMBER.....H98000009993
DOC TYPE.....BASIC AMENDMENT
CERT. OF STATUS..0 PAGES..... 3
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Amend

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LAKES BREW HOUSE, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

1. FRANK P. MOSES resigned as Vice President and Secretary and remains Director of the corporation.
2. LUIS PUIG CASTILLO was elected Vice-President, Secretary and Director in his stead, and his address is: 24 Hibiscus Drive, Miami Beach, Florida 33139.
3. TIMOTHY D. RICHARDS resigned as Assistant Secretary of the corporation.

SECOND: The date of each amendment's adoption:
May 27, 1998.

THIRD: Adoption of Amendment(s) (check one)

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

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/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).]

This instrument prepared by: Louis J. Terminello, Esq.
CHADROFF, TERMINELLO & TERMINELLO
2700 SW 37th Avenue
Miami, FL 33133
Tel: (305) 444-5002
Florida Bar No. 872547

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The number of votes cast for the amendment(s) was/were sufficient for approval by _____ (voting group)

Signed this 27 day of May, 1998.

Name of Corporation

LAKES BREW HOUSE, INC.

By Frank P. Moses
Frank P. Moses, President and Director

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

Frank P. Moses
(Typed or printed name)

PRESIDENT / DIRECTOR
(Title)

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