

P98000055831



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 949037 5011226

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 35.00

ORDER DATE : September 2, 1998

ORDER TIME : 11:48 AM

ORDER NO. : 949037-005

CUSTOMER NO: 5011226

CUSTOMER: Ms. Pamela Stiglitz
Gray Harris & Robinson
S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

200002631732--9

DOMESTIC AMENDMENT FILING

NAME: PLANET HOLLYWOOD
(MANAGEMENT), INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

FILED
98 SEP -2 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
98 SEP -2 PM 12:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

See 9/4

308 AVIATION, INC.

8669 Commodity Circle
Orlando, FL 32819

August 27, 1998

Florida Department of State
Corporations Division
409 E. Gaines Street
Tallahassee, FL 32399

Re: 308-III AVIATION, INC. - Consent to Use of Name

Dear Sir/Madam:

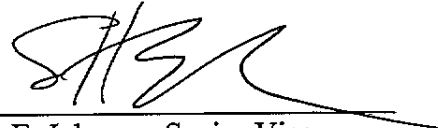
The undersigned, Scott E. Johnson, the duly elected and qualified Senior Vice President and Secretary of 308 AVIATION, INC., a Florida corporation, hereby consents to the use of the name 308-III AVIATION, INC. by PLANET HOLLYWOOD (MANAGEMENT), INC., a Florida corporation changing its name by filing Articles of Amendment herewith.

Thank you for your attention to this matter.

Sincerely,

308 AVIATION, INC., a Florida corporation

By:


Scott E. Johnson, Senior Vice
President and Secretary

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PLANET HOLLYWOOD (MANAGEMENT), INC.

FILED
98 SEP -2 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, Scott E. Johnson, Senior Vice President of PLANET HOLLYWOOD (MANAGEMENT), INC., a Florida corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is PLANET HOLLYWOOD (MANAGEMENT), INC.

ARTICLE SECOND: ARTICLE I of the existing Articles of Incorporation is hereby amended by deleting the existing ARTICLE I in its entirety and restating it as follows:

"ARTICLE I - NAME

The name of this corporation is 308-III AVIATION, INC. The mailing address of the Corporation shall be 8669 Commodity Circle, Orlando, FL 32819."


ARTICLE THIRD: These Articles of Amendment to the Articles of Incorporation shall become effective upon filing with the Florida Department of State.

ARTICLE FOURTH: The foregoing amendment to the Articles of Incorporation reflected in Article Second above was duly adopted and approved by both the Board of Directors and the shareholder of the Corporation by written consents to action in lieu of special meetings, each consent dated as of August 27, 1998, and the necessary number of shares as required by statute were voted in favor of the amendment.

These Articles of Amendment to the Articles of Incorporation were duly adopted in accordance with Sections 607.1003 and 607.1006 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has caused these Articles of Amendment to the Articles of Incorporation to be duly executed by its Senior Vice President this 27th day of August, 1998.

PLANET HOLLYWOOD (MANAGEMENT),
INC., a Florida corporation

By: 
Scott E. Johnson, Senior Vice President