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LIMITED PARTNERSHIP AMENDMENT

ONE WORLD RESTAURANT ASSOCIATES, LTD.

Certificate of Status	٥
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1/29/02

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 29, 2002

ONE WORLD RESTAURANT ASSOCIATES, LTD. 21 ALMERIA AVE CORAL GABLES, FL 33134

SUBJECT: ONE WORLD RESTAURANT ASSOCIATES, LTD.

REF: A95000000033

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Every corporation, limited partnership, general partnership, limited liability company or trust listed as a general partner of a limited partnership, general partnership, or registered limited liability partnership must have an active registration/filing on file with this office before this filing will be completed. We are enclosing the appropriate instructions and/or forms for your convenience.

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MEMORANDUM

TO:

Florida Department of State

FROM:

Jackie Gerstenfeld

RE:

One World Restaurant Associates, Ltd.

DATE:

January 29, 2002

The Second Amended and Restated Articles of Incorporation of One World Restaurant, Inc., the General Partner of the above-referenced limited partnership, which changes the name of the corporation were filed contemporaneously with the attached Certificate of Amendment to the Certificate of Limited Partnership.

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CERTIFICATE OF AMENDMENT

TO

CERTIFICATE OF LIMITED PARTNERSHIP

OF

ONE WORLD RESTAURANT ASSOCIATES, LTD.

Pursuant to the provisions of Section 620.109 of the Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on January 5, 1995, adopts the following certificate of amendment to its certificate of limited partnership:

FIRST:

The current name of the Limited Partnership is:

One World Restaurant Associates, Ltd.

SECOND: Amendment: Article 1 is being amended to read as follows:

1. The name of the partnership is NRV/CAB PARTNERS 1, LTD. (the "Partnership").

02 JW 3

THIRD:

Amendment: Article 4 is being amended to read as follows:

4. The name and address of the General Partner of the Partnership are:

NRV/CAB Management, Inc. 21 Almeria Avenue Coral Gables, Florida 33134

FOURTH: This certificate of amendment shall be effective at the time of its filing with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned have signed this Certificate of Amendment to Certificate of Limited Partnership as General Partner pursuant to the provisions of Section 620.114 of the Florida Revised Uniform Limited Partnership Act.

DATED: January 29, 2002

NRV/CAB MANAGEMENT, INC., a Florida

corporation; its sole General Partner

Name: Norman Van Aken

Its: Chairman and Chief Executive Officer

Filed by: J. Gerstenfeld, Corp. Legal Asst. Steams Weaver Miller Weissler, et al 150 West Flagler Street, Suite 2200 Miami, Florida 33130 T: 305-789-3545/F: 305-789-3395