



THE UNITED STATES  
CORPORATION  
COMPANY

A95000001123

ACCOUNT NO. : 072100000032

REFERENCE : 329018 4326591

AUTHORIZATION : *Patricia Papp*

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

ORDER TIME : 9:40 AM

ORDER NO. : 329018-050

CUSTOMER NO: 4326591

7000002141877- -0

CUSTOMER: Curt P. Creely, Esq  
Fowler White Gillen Boggs  
501 East Kennedy Boulevard  
Suite 1700  
Tampa, FL 33602

DOMESTIC AMENDMENT FILING

NAME: HOPS OF POMPANO BEACH, LTD.

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: Deborah Schroder

EXAMINER'S INITIALS:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 14 PM 1:11  
RECEIVED  
97 APR 14 AM 10:41  
Bk 4/14/97  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL  
ATL

CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
HOPS OF POMPANO BEACH, LTD.

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Pursuant to Section 620.109, *Florida Statutes*, Hops Grill & Bar, Inc. (formerly known as HG Acquisition Corp.), a Florida corporation which is the sole general partner of HOPS OF POMPANO BEACH, LTD., a Florida limited partnership (the "Partnership"), hereby submits this Certificate of Amendment to the Certificate of Limited Partnership of the Partnership:

1. The Certificate of Limited Partnership of the Partnership was filed with the Florida Department of State on July 24, 1995.

2. On March 13, 1997, (i) Hops of Southeast Florida, Inc., the sole general partner of the Partnership, merged with and into HG Acquisition Corp., a Florida corporation, and (ii) HG Acquisition Corp. changed its name to "Hops Grill & Bar, Inc." Accordingly, Paragraph (c) of the Certificate of Limited Partnership of the Partnership is hereby deleted in its entirety and the following is substituted therefor:

"(c) The name and business address of each general partner:

name:  
Hops Grill & Bar, Inc.

business address:  
3030 N. Rocky Point Drive West  
Suite 650  
Tampa, Florida 33607"

3. The effective date of this Certificate of Amendment shall be the date of its filing.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Amendment under the pains and penalties of perjury effective this 28th day of March, 1997.

HOPS GRILL & BAR, INC., general  
partner of Hops of Pompano Beach,  
Ltd.

By: David L. Mason  
David L. Mason, President

FILED  
SECRETARY OF STATE  
97 APR 14 PM 1:11