



THE UNITED STATES
CORPORATION
COMPANY

A96000002099

ACCOUNT NO. : 072100000032

REFERENCE : 329018 4326591

AUTHORIZATION : Patricia Pizito

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

ORDER TIME : 9:41 AM

ORDER NO. : 329018-065

CUSTOMER NO: 4326591

800002141878-4

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

DOMESTIC AMENDMENT FILING

NAME: HOPS OF FALLS MALL, 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 - STATE
SECRETARY OF CORPORATIONS
97 APR 16 PM 1:00

RECEIVED
97 APR 14 AM 10:40
DIVISION OF CORPORATIONS
TALLAHASSEE, FL
B/K
4/14/97

**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOPS OF FALLS MALL, LTD.**

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 FALLS MALL, 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 November 18, 1996.

2. On March 13, 1997, (i) Hops of South 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 Falls Mall, Ltd.

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

SECRET
DIVISION
97 APR 14 PM 1:00
FBI