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REFERENCE : 329018 4326591

AUTHORIZATION : *Patricia P. Pugut*

COST LIMIT : \$ 52.50

ORDER DATE : April 14, 1997

ORDER TIME : 9:41 AM

ORDER NO. : 329018-055

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CUSTOMER NO: 4326591

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

DOMESTIC AMENDMENT FILING

NAME: HOPS OF PLANTATION, LTD.

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EFFECTIVE DATE:

ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS: *dk*

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**CERTIFICATE OF AMENDMENT
TO
CERTIFICATE OF LIMITED PARTNERSHIP
OF
HOPS OF PLANTATION, 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 PLANTATION, 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 January 10, 1997.
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 Plantation, Ltd.

By: David
David L. Mason, President