

F93000005594

ARTICLES OF MERGER
Merger Sheet

MERGING: -----

400002359424--1

HARD ROCK CAFE, INC., a Delaware corporation, #F93000005594

HARD ROCK CAFE INTERNATIONAL, INC. (DEL), a Delaware corporation not qualified

HARD ROCK CAFE FRANCHISE, INC., a Delaware corporation not qualified

HARD ROCK CAFE LICENSING CORPORATION, a New York corporation, #F97000003973

INTO

HARD ROCK CAFE INTERNATIONAL (USA), INC., a Florida corporation, P96000046611.

File date: November 26, 1997 , effective December 31, 1997

Corporate Specialist: Karen Gibson