

H05248

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9301 SOUTHWEST 94TH PLACE
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July 21, 1999

Florida Department of State
Division of Corporations
409 Gaines Street
Tallahassee, Florida 32399

Re: 8080, INC.
Document Number H05248

Dear Sir or Madam:

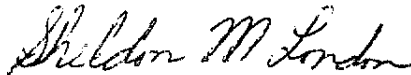
Enclosed is the original and two copies of an Amendment to Articles of Incorporation of 8080, INC., together with a check in the amount of \$43.75 for the filing fee and a certified copy of the articles as amended.

The certified copy should be sent to:

Sheldon M. London
9301 S.W. 94th Place
Miami, Florida 33176

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*****43.75 *****43.75

Sincerely,



Sheldon M. London

SML/11
Enc.

*Amend
7-26-99
MS*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED

**AMENDMENT TO ARTICLES OF INCORPORATION
OF 8080, INC.**

The undersigned President and Secretary of 8080, Inc., a Florida corporation, certify that on July 12, 1999, the Board of Directors and shareholders of the corporation approved amending items 3 and 4 of the Articles of Incorporation to read as follows:

3. The general purpose for which this corporation is organized is to engage in and to do any lawful activity or business permitted under the laws of the United States of America and of the State of Florida.

Notwithstanding anything to the contrary in the preceding paragraph, so long as the corporation is a party to a Burger King Franchise Agreement, the corporation shall not engage in any business activity other than that which is directly related to the ownership and operation of franchised Burger King Restaurants.

4. The aggregate number of shares of capital stock which the corporation shall have the authority to issue is six thousand (6,000) shares of common stock having a par value of one dollar (\$1.00) per share.

As long as the corporation is a party to a Burger King Franchise Agreement, the issuance and transfer of stock of the corporation is restricted. Stock may be issued or transferred only after authorization by Burger King Corporation in accordance with the terms and conditions outlined in the Franchise Agreement with Burger King Corporation.

IN WITNESS WHEREOF, the corporation by its President and Secretary have executed this Amendment to Articles of Incorporation this 20 day of July, 1999.

8080, INC.

By: _____

James F. Redford, Jr.,
President

Attest: _____

Richard J. Volante,
Secretary

Prepared by: Sheldon M. London, Esq.
Florida Bar No. 112104
9301 SW 94th Place
Miami, Florida 33176
(305) 596-5855

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

99 JUL 21 PM 4:10

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