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September 24, 1999

Division of Corporations  
Amendments Dept.  
Secretary of State  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Country Club Lounge, Inc.

Dear Sir:

Please reserve the above captioned name for my client. I have enclosed my firm's check in the amount of \$35.00 to cover the fee for the filing of the enclosed Articles of Amendment.

If you should have any questions, please contact my office immediately.

Very truly,

FRANCIS JEROME SHEA  
Attorney at Law

FJS:mod

Enclosure

FILED  
99 SEP 27 AM 11:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT  
OF  
COUNTRY CLUB LOUNGE, INC.**

1. Article I of the Articles of Incorporation of Country Club Lounge, Inc., which were filed on March 28, 1986, and amended on Sept. 1, 1999 is hereby amended as follows:

**"ARTICLE I-NAME"** - The name of the corporation is 121 Club, Inc.

2. The foregoing amendments were adopted by the shareholders of this corporation on the 22<sup>nd</sup> day of September, 1999. A copy of said resolution is attached hereto as Exhibit "A".

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 24<sup>th</sup> day of September, 1999.

121 CLUB, INC.

BY: Milton R. Howard  
President - Milton R. Howard  
Milton R. Howard  
Secretary - Milton R. Howard

FILED  
99 SEP 27 AM 11:08  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE

STATE OF FLORIDA  
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared Milton R Howard, as President of the above captioned corporation and Milton R. Howard, as Secretary of the above captioned corporation, known to me to be the persons who executed the foregoing Articles of Amendment and they acknowledged before me that they executed those Articles of Amendment for the purposes therein stated and who are personally known to me or who produced identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 24<sup>th</sup> day of September, 1999.

[Signature]  
NOTARY PUBLIC  
My Commission Expires:

**MINUTES OF THE SPECIAL JOINT MEETING OF  
SHAREHOLDERS AND DIRECTORS OF  
COUNTRY CLUB LOUNGE, INC.**

The Special Joint Meeting of the shareholders and directors of County Club Lounge, Inc. was held at the corporate office, on the 22<sup>nd</sup> day of September, 1999 at 10:00 a.m. pursuant to the foregoing Waiver of Notice.

Present at the meeting were the following shareholders and directors:

Milton R. Howard - Sole Director

Milton R. Howard, President of B.L.R.J. Corporation, Inc. - Sole Stockholder

constituting a quorum of the shareholders and directors of the corporation.

The following items were then brought up for discussion, approval, ratification and confirmation:

1. To discuss, review, approve, affirm and acknowledge the name change of the corporation.
2. To transact such other business as may properly come before the meeting or an adjournment, or adjournments, thereof.

After discussions, and upon motion duly made, seconded and unanimously carried, it was

RESOLVED as follows:

1. That it is hereby approved, affirmed and ratified that the name of the corporation is hereby changed to 121 Club, Inc.
2. That the President and Secretary of the Corporation are hereby authorized to execute the proposed Articles of Amendment amending Article I filed March 28, 1986 with the Secretary of State, State of Florida and amended and filed on Sept. 1, 1999 with the Secretary of State, State of Florida.

There being no further business to come before the meeting, the same was, on motion duly made, seconded and carried, adjourned.

DATED: September 22, 1999



MILTON R. HOWARD

President