

LO1000014207

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PICK-UP WAIT MAIL

(Business Entity Name)

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04/28/03--01116--014 **50.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 APR 31 AM 11:45

FILED

① Original file date
② 608 not 607

BURTON E. STRUBHAR

ATTORNEY AND COUNSELOR AT LAW
3 West Garden Street ~ Suite 346
Pensacola, Florida 32501

(850) 432-7001
Telephone

(850) 432-1386
Facsimile

April 15, 2003

Florida Department of State
Division of Corporations
Registration Section
Post Office Box 6327
Tallahassee, FL 32314

RE: BLUEWATER FOODS, L.L.C.

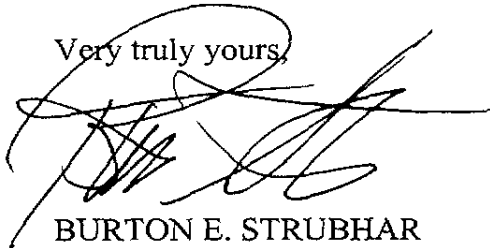
Dear Clerk:

Enclosed are the Articles of Amendment for BLUEWATER FOODS, L.L.C. and one copy along with the Statement of Change of Registered Agent.

Our firm's check in the amount of \$50.00 is enclosed to cover the cost of the filing fee.

Thank you for your assistance in this matter.

Very truly yours,



BURTON E. STRUBHAR

BES/sct
Enclosures

FILED
03 APR 31 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

April 29, 2003

BURTON E. STRUBHAR
3 WEST GARDEN STREET, SUITE 346
PENSACOLA, FL 32501

SUBJECT: BLUEWATER FOODS, L.L.C.
Ref. Number: L01000014207

We have received your document for BLUEWATER FOODS, L.L.C. and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain the original date of filing/authorization in Florida.

The Statute site for Limited Liability Companies is 608 not 607.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6913.

Diane Cushing
Corporate Specialist

Letter Number: 803A00025916

**Articles of Amendment
of
BLUEWATER FOODS, L.L.C.**

Pursuant to the provisions of Section 608, Florida Statutes, this Florida Limited Liability Company adopts the following articles of amendment to its articles of organization:

ARTICLE III - PURPOSE AND DURATION

The sole purpose of this limited liability company is to operate a Zaxby's Restaurant. The company shall commence its existence on the dates these articles organization are filed by the Florida Department of State. The company's existence shall be perpetual unless the company is earlier dissolved as provided in these articles of organization. **Date of Incorporation - 06/07/02.**

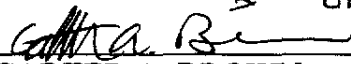
ARTICLE V - CAPITAL CONTRIBUTION

The members of the company shall contribute to the capital of the company the cash or property as follows:

<u>Member</u>	<u>Ownership</u>	<u>Price</u>
Carter A. Brown	85 %	233,750.00
Stuart H. Brown	15 %	41,250.00

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 03 APR 21 AM 11:45
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

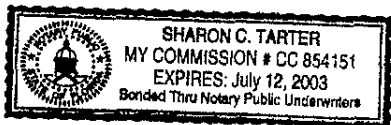
IN WITNESS WHEREOF, the undersigned Members of this company have executed these Articles of Amendment, this the 9th day of May, 2003.




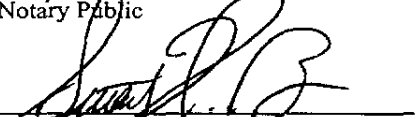
 CARTER A. BROWN
 Member

STATE OF FLORIDA
COUNTY OF ESCAMBIA

SWORN TO AND SUBSCRIBED before me on this the 9th day of May, 2002, by Carter A. Brown who is personally known to me or who () has produced _____ as identification.



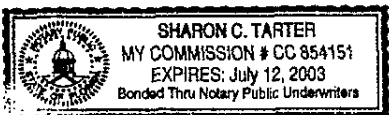



 Notary Public


 STUART H. BROWN
 Member

STATE OF FLORIDA
COUNTY OF ESCAMBIA

SWORN TO AND SUBSCRIBED before me on this the 9th day of May, 2002, by Carter A. Brown who is personally known to me or who () has produced _____ as identification.





 Notary Public