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LIMITED LIABILITY AMENDMENT

BAYMEADOWS WENDY'S, LLC

Certificate of Status	0
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ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION

OF

**Baymeadows Wendy's, LLC
a limited liability company
(DOCUMENT NUMBER L02000001467)**

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It is hereby certified that:

1. The name of the limited liability company is Baymeadows Wendy's, LLC (the "Company").
2. The date of filing of the Articles of Organization of the Company was January 18, 2002.
3. The following amendment to the Articles of Organization was adopted by the Company:

The Articles of Organization of the Company as heretofore granted by the Secretary of State of the State of Florida on January 18, 2002, are hereby amended in that the name of the Company is changed from BAYMEADOWS WENDY'S, LLC to BAYMEADOWS WENCO, LLC and to effect this change, the heading and Article I of the Articles of Organization of the Company are hereby amended, insofar as they refer to the name of the Company to read BAYMEADOWS WENCO, LLC in lieu of BAYMEADOWS WENDY'S, LLC.

4. The effective time of the amendment herein certified shall be upon filing this Certificate of Amendment with the Florida Secretary of State.

IN WITNESS WHEREOF, this amendment to the Articles of Organization has been executed by a duly authorized representative of a member this 5th day of February, 2002.

BAYMEADOWS WENDY'S, LLC

By: 

Name: Robert S. Bernstein

Title: Authorized Representative of a
member

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