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RFRG PORT CHARLOTTE, LLC

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EXAMINER

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**SECOND AMENDMENT
TO THE
ARTICLES OF ORGANIZATION OF
RFRG PORT CHARLOTTE, LLC**

The undersigned managing member of RFRG PORT CHARLOTTE, LLC, a Florida limited liability company (the "Company"), whose Articles of Organization were originally filed with the Florida Department of State on August 30, 2005, document # L05000085744 and amended on November 15, 2007, adopts the following Second Amendment to the Articles of Organization of the Company:

Article I of the Articles of Organization of the Company shall be amended in its entirety to read as follows:

"ARTICLE I - NAME:

The name of the Limited Liability Company is:

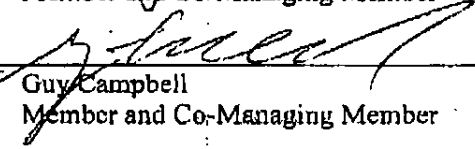
Moe's Southwest Grill Port Charlotte, LLC."

These Articles of Amendment are being filed pursuant to Florida Statutes and have been duly executed by the undersigned managing member of the Company on this 5th day of August, 2008.

MANAGING MEMBER:

GCF VENTURES, LLC

By: 
Dennis J. Fedorovich
Member and Co-Managing Member

By: 
Guy Campbell
Member and Co-Managing Member

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