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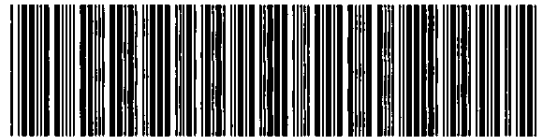
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B. KOHR

NOV 21 2008

EXAMINER



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 799197 7518993

AUTHORIZATION :

COST LIMIT :

\$ 55.00

ORDER DATE : November 19, 2008

ORDER TIME : 11:17 AM

ORDER NO. : 799197-005

CUSTOMER NO: 7518993

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TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: RFRG APOLLO BEACH, LLC

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Kimberly Moret -- EXT# 2949

EXAMINER'S INITIALS: _____

**SECOND AMENDMENT
TO THE
ARTICLES OF ORGANIZATION OF
RFRG APOLLO BEACH, LLC**

The Articles of Organization were filed on September 6, 2006 and assigned document number L06000087445. On November 15, 2007, a First Amendment to the Articles of Organization was filed.

This Amendment is submitted to amend the following:

- A. The Name of the Limited Liability Company is: **RFRG UCF, LLC.**
- B. The name and address of the Managing Member are as follows:

Title:

MGRM

Name and Address:

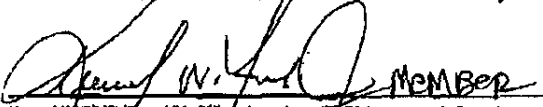
**RAVING FANS RESTAURANT GROUP
I, LLC**
c/o Kenneth W. Franklin, Jr. and Antony G.
Friel, Co-Managing Members
6020 Winthrop Town Centre Avenue
Riverview, Florida 33569

THIRD: The foregoing Second Amendment to the Articles of Organization has been adopted by the Member of the Limited Liability Company and will become effective upon filing this Second Amendment to the Articles of Organization with the Florida Department of State.

Dated: 11/19/08

MEMBER:

RAVING FANS RESTAURANT GROUP I, LLC


By: **KENNETH W. FRANKLIN, JR.**, Member
and Co-Managing Member of **RAVING FANS
RESTAURANT GROUP I, LLC,**

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