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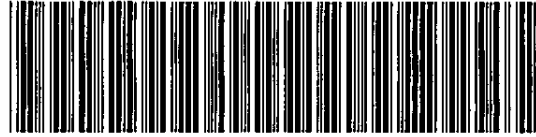
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2008 APR 21 P 4: 13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

April 18, 2008

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Hagan O'Reilly's Irish Pub and Restaurant, LLC

Dear Registration Section, Division of Corporations:

The enclosed Articles of Amendment and Restatement are submitted for filing. Please return all correspondence concerning this matter to the following:


David B. Miller
1444 Belfiore Way
Windermere, Florida 34786

For further information regarding this matter, please call me at 407-982-6845.

Enclosed is a check for 55.00 to cover the cost of the filing fee and one certified copy.

Thank you for your attention to this matter.

Sincerely,



David B. Miller

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TALLAHASSEE, FLORIDA

HAGAN O'REILLY'S IRISH PUB AND RESTAURANT, LLC

ARTICLES OF AMENDMENT AND RESTATEMENT

OF

ARTICLES OF ORGANIZATION

The Articles of Organization of Hagan O'Reilly's Irish Pub and Restaurant, LLC, were filed on April 18, 2007 and assigned Florida Document number L07000041197.

FIRST: The Charter of the Company is hereby amended and restated in its entirety to read as follows:

ARTICLE I

The name of the Limited Liability Company (the "Company") is:

HAGAN O'REILLY'S IRISH PUB AND RESTAURANT, LLC

ARTICLE II

The purposes for which the Company is formed are as follows: (a) to operate an Irish pub and restaurant and (b) to engage in any and all lawful business. The Company shall also have all the general powers granted by law to Florida Limited Liability Companies under Chapter 608 of the Florida Annotated Statutes, and all other powers not inconsistent with which are appropriate to promote and attain its purposes.

ARTICLE III

The address of the principal office of the Company is:

1444 Belfiore Way
Windermere, Florida 34786

ARTICLE IV

The mailing address of the Company is:

1444 Belfiore Way
Windermere, Florida 34786

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ARTICLE V

The name and Florida street address of the registered agent is:

David B. Miller ["MGRM"]
1444 Belfiore Way
Windermere, Florida 34786

Consent of Registered Agent:

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



David B. Miller

ARTICLE VI

The name and address of the Managing Member is:

David B. Miller
1444 Belfiore Way
Windermere, Florida 34786

ARTICLE VII

The management and affairs of the Company shall be governed by a written Operating Agreement which may be amended from time to time as provided therein. No Member by mere virtue of being a Member shall be entitled to participate in the management of the Company except as otherwise provided for in the Operating Agreement.

ARTICLE VIII

The Company shall have three classes of Members, namely Class A Members, Class B Member and Class C Members. Except as otherwise provided for in the Operating Agreement, Class B and Class C Members will have no right to participate in the management or operations of the Company.

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ARTICLE IX

Except as otherwise provided for in the Operating Agreement, no Member may transfer any portion of his/her interest in the Company.

SECOND: Mary Claire Miller is hereby removed as a Managing Member of the Company.

THIRD: These Articles of Amendment and Restatement have been unanimously approved by the Class A Members of the Company, effective April 15, 2008.

FOURTH: These Articles are signed by an authorized member of the Company.



David B. Miller, Managing Member

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TALLAHASSEE, FLORIDA

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INFORMAL ACTION OF MEMBERS

OF

HAGAN O'REILLY'S IRISH PUB AND RESTAURANT, LLC

(April 2008)

The undersigned, constituting all of the Class A Members of Hagan O'Reilly's Irish Pub And Restaurant, LLC, a Florida limited liability company ("Company"), pursuant to Section 5.6 of the Operating Agreement do hereby take the actions set forth below, and to evidence their waiver of any right to dissent from such actions, do consent as follows:

RESOLVED: That the Company amend and restate its Articles of Organization in the following manner: 1) To change the name of the Managing Member to David Miller because he is, and always has been, from the date of filing of the original Articles of Organization, the Managing Member, 2) To change the Registered Agent to David Miller and 3) To incorporate the address changes previously entered with the Florida Department of State.

RESOLVED: That the Articles of Amendment and Restatement are effective April 15, 2008.

RESOLVED: That any and all actions taken or contracts entered into heretofore by either Class A Member for the Company, as well as any and all actions taken or contracts entered into by said persons as individuals acting for the Company, be and the same are hereby ratified, approved and confirmed by the Company, and all such contracts adopted as though said individual had at such time full power and authority to act for the Company and in the same manner as if each and every act had been done pursuant to the specific authorization of the Company.

EXECUTED by each Class A Member on the date indicated.

4-18-08
Date

4-18-08
Date

Class A Members:

Mary Claire Miller
Mary Claire Miller

David B. Miller
David B. Miller

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