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LIONHEART RESTAURANT OPERATORS, LLC

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

LIONHEART RESTAURANT OPERATORS, LLC

THESE ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION of LIONHEART RESTAURANT OPERATORS, LLC, a Florida limited liability company (the "Company"), are submitted in accordance with §608.411 of the Florida Limited Liability Company Act.

- FIRST:** The name of the Company is "*Lionheart Restaurant Operators, LLC*".
- SECOND:** The date of filing of the Articles of Organization of the Company (the "*Articles*") was September 20, 2007.
- THIRD:** The following amendments to the Articles have been adopted by the Company:

Article V is hereby deleted in its entirety and replaced with the following:

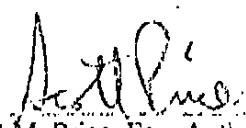
"The name and address of managing members/managers are:

Title: MGR
EILEEN M. WHITE
818 SENECA MEADOWS RD
WINTER SPRINGS, FL 32708 US

Title: MGR
WALTER W. WHITE
818 SENECA MEADOWS RD
WINTER SPRINGS, FL 32708 US

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IN WITNESS WHEREOF, the undersigned person has submitted these Articles of Amendment this 3rd day of December, 2007.



Scott M. Price, Esq. Authorized
Representative of Members