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TELEPHONE 1-800-541-1321

5/29/03

STEVEN I. SMITH
ATTORNEY-AT-LAW
8950 W. OLYMPIC BLVD., STE. 175
BEVERLY HILLS, CA. 90211
(310) 266-7264
FAX (310) 277-6454

May 22, 2003

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

Re: Articles of Amendment
Jack's Square Pinchasi, LLC

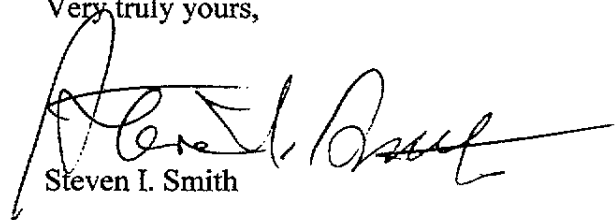
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TALLAHASSEE, FLORIDA

Dear Sir/Madam:

Attached are the original and a copy of the Articles of Amendment to Articles of Organization of JACK'S SQUARE PINCHASI, LLC. Please file the original and return the copy to me in the enclosed self-addressed stamped envelope.

Please call if you have any questions.

Very truly yours,


Steven I. Smith

SIS:mup
Encl.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

JACK'S SQUARE PINCHASI, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was 10/05/98

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

The following were elected as Co-Managers of Jack's Square Pinchasi, LLC:

Abraham Pinchasi, 7385 Santa Monica Blvd., West Hollywood, CA. 90046
Yaffa Pinchasi, 7385 Santa Monica Blvd., West Hollywood, CA. 90046
Eddie Pinchasi, 7385 Santa Monica Blvd., West Hollywood, CA. 90046

Dated March 12, 2003



Signature of a member or authorized representative of a member

Steven I. Smith, Attorney for Managers

Typed or printed name of signer

Filing Fee: \$25.00

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TALLAHASSEE, FL 32310