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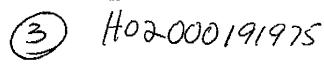
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BASIC AMENDMENT

BARCODE RESTAURANT, INC.

| Certificate of Status | 0 |
|-----------------------|---------|
| Certified Copy | 0 |
| Page Count | 01 |
| Estimated Charge | \$35.00 |





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ARTICLES OF AMENDMENT TO

02 SEP -5 PM 4: 49

ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

BARCODE RESTAURANT, INC. (present name)

Pursuant to the provisions of section 507.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

1. The name of the corporation BARCODE RESTAURANT, INC. shall be changed to: CODE RESTAURANT BAR LOUNGE, INC. The principal address and mailing address of the corporation shall remain at: 1437 Washington Avenue, Miami Beach, FL 33139.

SECOND: The date of each amendment's adoption: 09/5/02.

THIRD: Adoption of Amendment(s) (check one)

- X The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups.

[The following statement must be separately provided for each voling group calitled to vote separately on the amendment (s).)

The number of votes cast for the amendment(s) was/were sufficient for approval by ______ (voting group)

Signed this _____ day of September, 2002.

This Istrument Prepared By:

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"Articles of Amendment Barcode Restaurant, Inc. Page -2-

> BARCODE RESTAURANT, INC. Corporation Name

and the same of

Peter Thomas, President/Director / TNCOrfordOR (Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)

H. | Data_Argibus Gode Problement : Louinge Vol :\amendment articles ?.upe

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