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DIVISION OF CORPORATIONS
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May 2, 2001

Corporations Division
Department of State
Post Office Box 6327
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Tallahassee, Florida 32314

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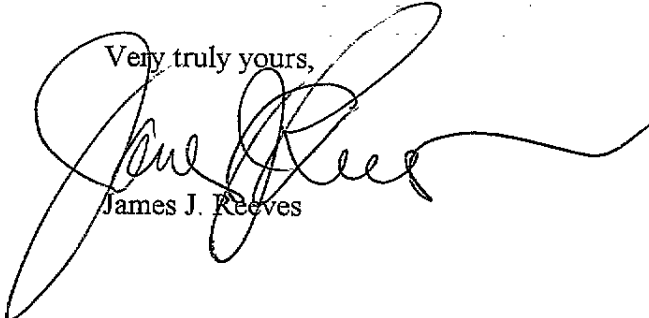
**Re: Boudreaux's Beachside Bar & Grill, Inc., now known as CALYPSO AN
ISLAND GRILL, INC.**

Gentlemen:

Enclosed please find the original and one copy of the Amendment to the Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$43.75 to cover the filing fee, and certified copy fee.

Please file the original Amendment with your office and return the certified copy to my office at your earliest convenience.

Very truly yours,


James J. Reeves

N/C

V. SHEPARD MAY 14 2001

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
Boudreaux's Beachside Bar & Grill, Inc.**

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Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: The following amendment to the Articles of Incorporation is hereby adopted.

Article I -- Name

This Article states the Corporation's name as Boudreaux's Beachside Bar & Grill, Inc., which is hereby deleted. The new name of the Corporation shall be

CALYPSO!

AN ISLAND GRILLE, INC.

SECOND: All other provisions of the Articles of Incorporation shall remain the same other than the change of name throughout the Articles where name appears therein.

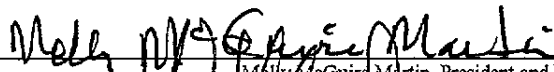
THIRD: The date of the amendment's adoption was May 1, 2001.

FOURTH: Adoption of Amendment:

The board of directors without shareholder action adopted the amendment and shareholder action was not required.

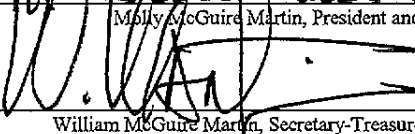
Signed this 2 day of May, 2001

Signature



Molly McGuire Martin, President and Director

Signature



William McGuire Martin, Secretary-Treasurer, Director