Division of Corporations Public Access System Katherine Harris, Secretary of State

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(((H02000020267 9)))

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To:

Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name

: EMPIRE CORPORATE KIT COMPANY 072450003255

Account Number :

(305) 634-3694 Phone

: (305)633-9696 Fax Number

BASIC AMENDMENT

B&D RESTAURANT HOLDINGS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	S35.00

P.02/04



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 23, 2002

B&D RESTAURANT HOLDINGS, INC. 22047 ALTONA DRIVE BOCA RATON, FL 33428

SUBJECT: B&D RESTAURANT HOLDINGS, INC.

REF: P01000110626

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

The registered agent designated must be an active Florida corporation or limited liability company or a foreign corporation or limited liability company authorized to transact business in Florida. Please correct the document accordingly.

The document must contain the name and capacity of the person signing on behalf of the new registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H02000020267 Letter Number: 202A00003491

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

P.01704



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 22, 2002

B&D RESTAURANT HOLDINGS, INC. 22047 ALTONA DRIVE BOCA RATON, FL 33428

SUBJECT: B&D RESTAURANT HOLDINGS, INC.

REF: P01000110626

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The document must contain the name and capacity of the person signing on behalf of the new registered agent.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson Corporate Specialist

FAX Aud. #: E02000020267 Letter Number: 502A00003178



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

THE RESERVE OF THE STATE OF THE

B&D Restaurant Holdings,

(present name)

P01000110626
(Document Number of Corporation (If known)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARticle V Registered agent:

The registered agent shall be:

Law Offices of William S. Blatt, Professional Assoc. 318 S.E. 8 Street Ft. Lauderdale, FL 33316

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature:

William S. Blatt for

Law Offices of William S. Blatt, Professional Assoc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

*tosoooosos*vt

H02000020267

THIRD:	The date of each amendment's adoption: 1/21/02
FOURTH	Adoption of Amendment(s) (CHECK ONE)
۵	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
. 0	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
ū	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
Þ	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this 21 day of January 2002
Signature	(B) the Chairman of the Board of Directors, President of other officer if adopted by the shoreholders)
	OR
	(By a director if adopted by the directors)
	OR.
	(By an incorporator if adopted by the incorporators)
	BRUCE RICHARDS Typed at printed name
	In corporator Tible

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