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BASIC AMENDMENT

SPORTS TAVERN & GRILL, INC.

Certificate of Status	0
Certified Copy	1
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Amendment

11/29/01

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THIS INSTRUMENT PREPARED BY:
 JOHN P. MAAS, ESQUIRE
 FLORIDA BAR NO: 435910
 44 NE 16 Street
 Homestead, Florida 33030

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ARTICLES OF AMENDMENT
 TO
 ARTICLES OF INCORPORATION
 OF
 SPORTS TAVERN & GRILL, INC.
 a Florida Corporation
 DOCUMENT NUMBER P01000110976

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: ARTICLE VI, SUBSCRIBERS: This Article shall be amended to reflect the following as the Shareholders of the Corporation:

<u>SUBSCRIBER</u>	<u>ADDRESS</u>	<u>NUMBER OF SHARES</u>
MALCOLM SIEWNARINE	11865 Coral Way, #E-1 Miami, FL 33175	166-1/3
MICHAEL WILLIAMS	11865 Coral Way, #E-1 Miami, FL 33175	166-1/3
JIMMY REINA	11865 Coral Way, #E-1 Miami, FL 33175	166-1/3

SECOND: That REINALD RUIZ is hereby removed as a Shareholder and shall have no ownership or other interest in this Corporation as a Shareholder, Director, Officer, or otherwise.

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THIRD: The effective date of this Article of Amendment is November 20, 2001.

FOURTH: This Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.

DATED this 28th day of November, 2001.

SPORTS TAVERN & GRILL, INC.

By:


 MALCOLM SIEWNARINE, President

The undersigned constitute all of the Shareholders of the above-named Corporation and consent to this Article of Amendment:


 MALCOLM SIEWNARINE


 MICHAEL WILLIAMS


 JIMMY REINA


 REINALD RUIZ

11-28-01

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