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**BASIC AMENDMENT**

**MAMA CUCHARA RESTAURANTS, INC.**

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*Amendment*

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MAMA CUCHABA RESTAURANTS, INC.

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 adopted:

ARTICLE VII.

DIRECTORS

This corporation shall have not less than one nor more than six directors, as set forth in the By-Laws. The names and street addresses of the board of directors of this corporation which, subject to these Articles of Incorporation, By-Laws of this corporation, and the laws of the State of Florida, shall hold office until its successors have been elected and qualified, are:

NAME: GERMAN P. RUIZ

TITLE: President

NAME: JORGE CADENA

TITLE: Vice-President

SECOND: The date of each amendment's adoption is February 20, 2004.

THIRD: The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 20 day of February, 2004.

Signature:

GERMAN P. RUIZ, President

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