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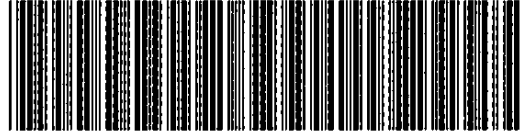
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TALLAHASSEE, FLORIDA

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AUSLEY & McMULLEN

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November 15, 2006

VIA HAND DELIVERY

Secretary of State
2661 Executive Center Circle West
Tallahassee, Florida 32301

Re: Blake Bern Partners, Inc.

Dear Sir or Madam:

Enclosed are an original and one copy of the Articles of Amendment to Articles of Incorporation of Blake Bern Partners, Inc., a Florida corporation, by which the corporation is restating the nature of its business. Also enclosed is this firm's check in the amount of \$43.75, comprised of a \$35.00 filing fee and an \$8.75 certified copy fee.

Please telephone me at 425-5482 when the certified copy is ready and I will arrange for someone to pick it up.

Sincerely,



Adrienne U. Francis
Paralegal

Enclosures

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
BLAKE BERN PARTNERS, INC.**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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:

1. Article II of the Articles of Incorporation of the Articles of Incorporation is amended to read:

**Article II.
Nature of Business**

The Corporation shall engage in and be confined exclusively to the development and operation of Five Guys Burgers Restaurants.

2. Pursuant to Sections 607.1003, 607.1004, and 607.1006, Florida Statutes, and in accordance with the Articles of Incorporation of the Corporation, by unanimous vote the Shareholders holding shares of the Corporation's common stock authorized and consented in writing on November 9, 2006, to the filing of these Articles of Amendment to Articles of Incorporation. The unanimous vote of Shareholders was sufficient for approval.

Dated this 9th day of November, 2006.

BLAKE BERN PARTNERS, INC.

By: 

Blake J. Geoghagan
Its Vice President

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