

PO7000117692

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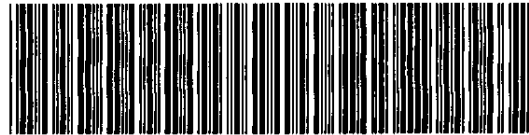
(Business Entity Name)

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SECRETARY OF STATE
ATLANTA, GA 30334

Amend.
07/18/11
DC



FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 7, 2011

PEDRO W. RODRIGUEZ
PEDRO W. RODRIGUEZ, P.A., ATTY. AT LAW
607A W. MLK, JR. BLVD.
TAMPA, FL 33603

SUBJECT: TERRA MAR BRAZILIAN STEAKHOUSE INC
Ref. Number: P07000117692

We have received your document and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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
Regulatory Specialist II

Letter Number: 011A00016251

PEDRO W. RODRIGUEZ, P.A.

PEDRO W. RODRIGUEZ
ATTORNEY AT LAW

607A W. M.L.K., JR., BOULEVARD
TAMPA, FLORIDA 33603
TELEPHONE: (813) 234-3470
FACSIMILE: (813) 237-4810
PWR@PWRESQ.COM

July 13, 2011

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Sunbiz letter no. 011A00016251

Dear Sir or Madam:

I am in receipt of your letter dated July 7, 2011, which is letter number 011A00016251.
Please process the attached Articles of Amendment to Articles of Incorporation. Thank you.

Very truly yours,

Pedro W. Rodriguez

Enclosure

PEDRO W. RODRIGUEZ, P.A.

PEDRO W. RODRIGUEZ
ATTORNEY AT LAW

607A W. M.L.K., JR., BOULEVARD
TAMPA, FLORIDA 33603
TELEPHONE: (813) 234-3470
FACSIMILE: (813) 237-4810
PWR@PWRESQ.COM

June 27, 2011

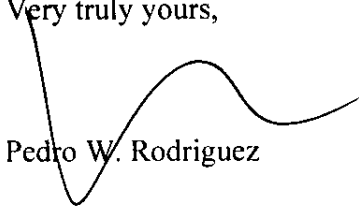
Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: P07000117692

Dear Sir or Madam:

Please process the attached Articles of Amendment to Articles of Incorporation. Thank you.

Very truly yours,


Pedro W. Rodriguez

Page 1
[Signature]

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TERRA MAR BRAZILIAN STEAKHOUSE, INC**

FIRST: The Articles of Incorporation were filed on October 26, 2007 and assigned document number P07000117692.

SECOND: This amendment is submitted to amend the following:

**ARTICLE VII
Officers**

The following individuals are elected Officers of the Terra Mar Brazilian Steakhouse, Inc (the "corporation") as of June 27, 2011:

GERALDO FERREIRA, President/Treasurer/Secretary

**ARTICLE VII
Removal of Officers**

The following individuals are removed as officers of the corporation as of June 27, 2011.

FRANK L. NEWMAN

LUANA ALVES MOREIRA

**ARTICLE V
Change of Registered Agent**

The name of the registered agent and the registered office address as shown on the records of the Florida Department of State is:

FRANK L. NEWMAN
6715 49th Street North
Pinellas Park, Florida 33781

The name of the new registered agent and/office is:

GERALDO FERREIRA
6715 49th Street North
Pinellas Park, Florida 33781

It is hereby confirmed that the change was authorized by an affirmative vote of the officers

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of the corporation or as otherwise provided in the articles of incorporation or the operating agreement of the corporation.


I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 607, F.S.



GERALDO FERREIRA
Signature of Registered Agent

THIRD: The date of adoption of this amendment is June 27, 2011.

FOURTH: The number of votes in favor of this amendment by the shareholders was sufficient for approval.

Dated: July ____, 2011


FRANK L. NEWMAN
Signature of an officer or authorized representative of an officer prior to this amendment


GERALDO FERREIRA
Signature of an officer or authorized representative of an officer after this amendment