

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

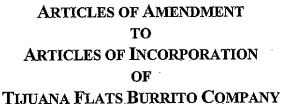
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NEW FILINGS			AMENI	DMENTS.		TOTAL PANTO NAMES			
Profit			Amendme	ent					
NonProfit			Resignation	on of R.A., Offic	cer/Director				
Limited Liability			Change of	Registered Ag	ent				
Domestication			Dissolutio	n/Withdrawal					
Other			Merger						

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/
QUALIFICATION
Foreign
 Limited Partnership
Reinstatement
Trademark
Other

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Examiner's Initials





Pursuant to the authority of §607.1006 of the Florida Business Corporation Act, the undersigned corporation, Tijuana Flats Burrito Company (the "Corporation"), hereby adopts and files the following Articles of Amendment to its Articles of Incorporation:

- (1) ARTICLE FIRST: The name of the Corporation is "Tijuana Flats Burrito Company."
- (2) ARTICLE SECOND: The amendments hereby adopted, effective immediately upon the filing of these Articles of Amendment with the Department of State of Florida, are as follows:
  - (i) The second paragraph of Article IV of the Articles of Incorporation of the Corporation, requiring a minimum of four directors of the Corporation, is hereby deleted in its entirety.
  - (ii) Article V of the Articles of Incorporation of the Corporation is hereby deleted in its entirety, and is hereby replaced and superseded by the following new Article V:

## ARTICLE V

## AUTHORIZED SHARES OF STOCK

The maximum number of shares of capital stock that the Corporation is authorized to issue and have outstanding is One Thousand (1,000), which shall be designated Common Stock, with a par value of one cent (\$0.01) per share. Upon the effective date of the filing of these Articles of Amendment with the Department of State of Florida, each issued and outstanding share of Common Stock of the Corporation shall immediately thereupon become one-half (½) of a share of Common Stock of the Corporation; provided, however, that the Corporation shall not be obligated to issue new certificates evidencing shares of its Common Stock unless, and only to the extent, certificates (if any) evidencing currently issued and outstanding shares of Common Stock are delivered to the Corporation for reissuance; and provided, further, however, that, while the Corporation shall be permitted to have fractional shares outstanding, the Corporation shall not issue or permit to be

outstanding less than one (1) full share of Common Stock to any single shareholder following the conversion specified herein, but shall, upon such conversion, eliminate all fractional interests held by each shareholder of the Corporation holding, following such conversion, less than one (1) full share of Common Stock, by paying each such shareholder the fair value, as of June 24, 1999, of each such shareholder's fractional share.

(3) ARTICLE THIRD: The foregoing amendments to the Articles of Incorporation of the Corporation were adopted by written consent of the shareholders of the Corporation pursuant to §607.0704 and §607.1003 of the Florida Business Corporation Act on the 25<sup>th</sup> day of June, 1999, and such consent is sufficient for approval of such amendment.

In WITNESS WHEREOF, these Articles of Amendment have been executed by the Corporation, through its duly authorized officer, the 25<sup>th</sup> day of June, 1999.

TIJUANA FLATS BURRITO COMPANY

By:\_

Brian J. Wheeler, President