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To:

Division of Corporations

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From:

Account Name

: WILLIAM J. STRANGE

Account Number : I19980000052

Phone

: (305)267-2767

Fax Number

: (305)267-2775

BASIC AMENDMENT

CHEESE AND GRILL RESTAURANT, INC.

Certificate of Status	1 1
Certified Copy	0
Page Count	01
Estimated Charge	\$43.75



FLORIDA DEPARTMENT OF STATE Jim Smith Secretary of State

October 4, 2002

CHEESE AND GRILL RESTAURANT, INC. 1945 S.W. 8TH ST. MIAMI, FL 33135

SUBJECT: CHEESE AND GRILL RESTAURANT, INC.

REF: P95000037591

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Karen Gibson Document Specialist FAX Aud. #: H02000207867 Letter Number: 702A00055876 10/04/2002 12:06

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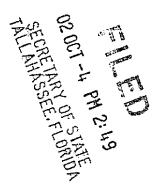
ARTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

CHEESE AND GRILL RESTAURANT, INC.



Pursuant to the provisions of section 607.1006, Florida Statues, this Florida profit corporation adopts the followings articles of amendment to its articles of incorporation:

SECOND: Amendment(s) adopted:

DELETE:

OFFICERS' TITLE

NAME

ADDRESS

AT:

EDDY LACAYO

14242 S.W.

STREET

MIAMI, FLORIDA 33177

163RD

WILLIAM J. STRANGE 1325 S.W. 87TH AVENUE MIAMI, FLORIDA 33174 PHONE # 305-267-2767 FAX # 305-267-2775 H02000207867

WS ACCOUNTING

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ADD:

OFFICERS' TITLE

AT:

NAME CARLOS J. ARAUZ ADDRESS 4520 N.W. 102ND PLACE MIAMI, FL 33178

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: OCTOBER 03, 2002

H02000207867

FOURTH: Adoption of Amendments(s)

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): "The number of votes cast for the amendment(s) was/were sufficient for approved by"
The amendment(s) was/were adopted by the board of directors without shareholders action and shareholders action was not required. The amendment(s) was/were adopted by the incorporators without shareholders
action and shareholders action was required. Signed this day 03 of 00701360, 2002.
Signature of Affrage (Francisco Aravz)