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TRANSMITTAL LETTER

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

000002055810--2
-01/13/97-01067--009
*****35.00 *****35.00

Subject: Club CBR, Inc. f/k/a Haze Dance Club, Inc.

I enclose an original and one copy of the Amendment to the Articles of Incorporation for the above referenced corporation and a check in the amount of Thirty Dive Dollars (\$35).

Signature: Randy Hayes

From: Randy Hayes
Name

2552 University Drive
Address

Coral Springs, Florida 33065
City State Zip

(954) 753-1847
Telephone Number

*Corporation
Subsidiary*

FILED
97 JAN 13 PM 12:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Haze Dance Club, Inc.

FILED
97 JAN 13 PM 12:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

Article I - Name

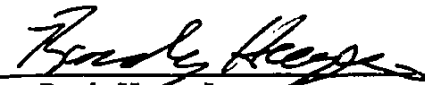
The name of the corporation shall be:

Club CBR, Inc.

SECOND: The date of the amendment's adoption shall be January 1, 1997

THIRD: The amendment was adopted by the incorporator without shareholder action, and shareholder action was not required.

Signed this 1st day of January, 1997.

Signed: 
Randy Hayes, Incorporator