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FROM: GEIGER, KASDIN, HELLER & KUPERSTEIN, P.A.
CONTACT: BEVERLY O RIEDY
PHONE: (305)372-5000

ACCT#: 076030000723

FAX #: (305)372-0052

NAME: NEWS CAFE COCONUT GROVE, INC.
AUDIT NUMBER.....H96000017715
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**ARTICLES OF AMENDMENT
OF
NEWS CAFE COCONUT GROVE, INC.**

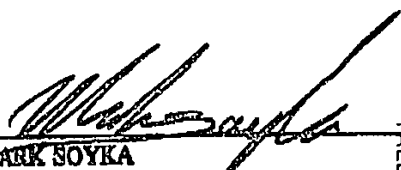
The following amendment was adopted by the Board of Directors of this corporation on DECEMBER 18, 1996. The Shareholders unanimously approved this amendment on DECEMBER 18, 1996. The document number assigned to this corporation is P96000073549.

Article V of the Articles of Incorporation is hereby deleted and replaced with the following:

**ARTICLE V
CAPITAL STOCK**

This Corporation is authorized to issue 7,000 shares of voting common stock at \$.01 par value and 3,000 shares of non-voting common stock at \$.01 par value.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 18th day of DECEMBER, 1996.


MARK SOYKA

President/Director/Shareholder

Stanley H. Kuperstein, Esq.
GEIGER, KASDIN, HELLER, KUPERSTEIN,
CHAMES & WEIL, P.A.
1428 Brickell Avenue, 6th Floor
Miami, Florida 33131
Telephone: (305) 372-5000
Facsimile: (305) 372-0052
Florida Bar Number: 113612

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NEWS CAFE COCONUT GROVE, INC.