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FLORIDA DIVISION OF CORPORATIONS

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NAME: HARBOR CITY BREWERY, INC.

AUDIT NUMBER.....H97000004336

DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 13, 1997

HARBOR CITY BREWERY, INC.
780 S. APOLLO BOULEVARD
MELBOURNE, FL 32901

SUBJECT: HARBOR CITY BREWERY, INC.
REF: F96000077662

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Please correct your document to reflect that it is filed pursuant to the correct statute number.

Amendments are filed in compliance with section 607.1006, Florida Statutes.

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 (904) 487-6902.

Linda Stitt
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 82314



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

March 14, 1997

HARBOR CITY BREWERY, INC.
780 S. APOLLO BOULEVARD
MELBOURNE, FL 32901

SUBJECT: HARBOR CITY BREWERY, INC.
REF: F96000077662

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Linda Stitt
Corporate Specialist

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H97000004336

ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
OF
HARBOR CITY BREWERY, INC.

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article I is hereby restated as follows:

ARTICLE I
Name

The name of this corporation is STORAGE DEPOT USA, INC.

2. The foregoing Amendment was adopted by the unanimous consent of all of the Shareholders of the Corporation on the 13th day of March, 1997, in the manner prescribed by the Florida General Corporation Act.

Dated this 13 day of March, 1997.

HARBOR CITY BREWERY, INC.

By: [Signature]
James M. Kaufman, President

Attest:

[Signature]
James M. Kaufman, Secretary

STATE OF FLORIDA
COUNTY OF BREVARD

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments, JAMES M. KAUFMAN, President and Secretary of HARBOR CITY BREWERY, INC., a Florida corporation, and who is personally known to me, acknowledged that he executed the foregoing Certificate of Amendment as such officers for and on behalf of said Corporation after having been duly authorized so to do.

13 WITNESS my hand and official seal at Melbourne, Florida, this day of March, 1997.

[Signature]
Notary Public

My Commission Expires:

PREPARED BY:
Dale A. Dettmer, Esq.
780 S. Apollo Blvd.
Melbourne, FL 32901
Bar #172988
(407) 723-5646



GUARANTY LIFE INSURANCE CO.
MY COMMISSION # 00500138 EXPIRES
October 10, 2000

H97000004336