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NAME: HOPS GRILL & BAR, INC.

AUDIT NUMBER.....H97000003947

DOC TYPE.....BASIC AMENDMENT

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AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
HOPS GRILL & BAR, INC.
(To Be Known As HGB Barley, Inc.)

WHEREAS, the Articles of Incorporation of HOPS GRILL & BAR, INC. were filed with and approved by the Secretary of State of Florida on the 1st day of October, 1996; and

WHEREAS, it is the intention of all of the directors of HOPS GRILL & BAR, INC. that the Articles of Incorporation be amended in accordance with the Amendment to the Articles of Incorporation hereinafter set forth; and

WHEREAS, the proposed Amendment to the Articles of Incorporation of HOPS GRILL & BAR, INC. hereinafter set forth was approved by all of the directors of HOPS GRILL & BAR, INC. on the 6th day of March, 1997; and

WHEREAS, pursuant to Florida Statutes, Section 607.1005, since the corporation has not yet issued shares, the directors may adopt the Amendment to the Articles of Incorporation; and

WHEREAS, the approval of the Secretary of State of Florida of the proposed Amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of HOPS GRILL & BAR, INC. are hereby amended by deleting in its entirety the present Article I and by substituting therefor the following, to-wit:

"ARTICLE I
Name

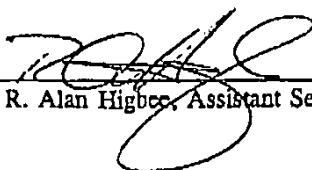
The name of this corporation shall be:

HGB Barley, Inc.

The principal mailing address of this corporation shall be c/o R. Alan Higbee, Post Office Box 1438, Tampa, Florida 33601.

IN WITNESS WHEREOF, this Amendment to the Articles of Incorporation is hereby executed on behalf of HOPS GRILL & BAR, INC. by its Assistant Secretary this 6th day of March, 1997.

HOPS GRILL & BAR, INC.

By: 
R. Alan Higbee, Assistant Secretary

Prepared by:
R. Alan Higbee
P.O. Box 1438
Tampa, Florida 33601
(813) 228-7411
Florida Bar #: 339318

Fax Audit Number: H97000003947

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