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PETER H. SCHMIDT
I. JEFFREY PHETERSON

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December 20, 1996

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

300002036869--3
-12/24/96--01079--017
*****35.00 *****35.00

Re: Articles of Amendment to the Articles of
Incorporation of BMG RESTAURANT, INC.

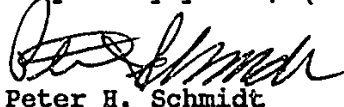
Gentlemen:

Enclosed are TWO (2) duplicate originals of the Articles of
Amendment To the Articles of Incorporation of BMG RESTAURANT, INC.
Please file the Articles of Amendment To the Articles of
Incorporation of BMG RESTAURANT, INC., and return ONE (1) certified
copy to me in the enclosed, self-addressed envelope.

Also enclosed is a \$35.00 check, payable to the Florida
Department of State, for payment of the filing fees.

Thank you for your assistance in this matter.

Very truly yours, .



Peter H. Schmidt

PHS/cf
Enclosures

FILED
DEC 24 1996
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

VS JAN -7 1997

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
BMG RESTAURANT, INC.

FILED
96 DEC 24 AM 12:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation, BMG RESTAURANT, INC., adopts the following Articles of Amendments to its Articles of Incorporation filed on October 11, 1996, effective October 10, 1996:

1. ARTICLE I of the Articles of Incorporation is hereby deleted in its entirety and the following ARTICLE I is hereby substituted in its place:

ARTICLE I

NAME

The name of the corporation is TDM HOSPITALITY, INC.

2. The foregoing amendment was adopted by the sole Incorporator without shareholder action in accordance with Section 607.1005, Florida Statutes, such shareholder action not being required by the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned sole Incorporator of this Corporation has executed these Articles of Amendment, this 20th day of December, 1996.

BMG RESTAURANT, INC.

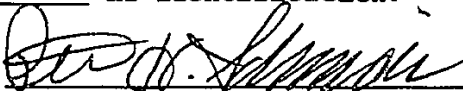
By: 
I. JEFFREY PHETERSON,
Its Sole Incorporator

STATE OF FLORIDA)
) SS.
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 20th day of December, 1996, by I. JEFFREY PHETERSON, who:

(Notary must check applicable box)

- is personally known to me.
- produced current Florida driver's license as identification.
- produced _____ as identification.


NAME: PETER H. SCHMIDT
Notary Public,
State of Florida at Large

My Commission Expires:

