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AUTHORIZATION :

COST LIMIT :

Patricia Piggott

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JAN 22 PM 4:27

FILED

ORDER DATE : January 22, 1997

ORDER TIME : 11:39 AM

ORDER NO. : 203316-010

CUSTOMER NO: 127046A

CUSTOMER: Dudley Hardy, Esq
Dudley P. Hardy, P.a.
P. O. Drawer 1030

500002065455--9

Starke, FL 32091

DOMESTIC AMENDMENT FILING

NAME: RAINBOW DINER, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

Amendment
1-23-97

DIVISION OF CORPORATION

97 JAN 22 PM 4:15

RECEIVED

FILED
97 JAN 22 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

ARTICLE I of the Articles of Incorporation of
RAINBOW DINER, INC. shall be amended to read as
follows:

ARTICLE VI OFFICERS

The name and addresses of the initial officers of
the corporation who shall hold office for the first year
of the corporation, or until their successors are elected
or appointed are:

Cindy Hulsey	434 Littleberry Lane
Pres.	Fernandina Beach, Florida 32034

All other paragraphs and articles of the Articles of
Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator
without shareholder action because shareholder action was not
required.

The foregoing amendment was adopted on the 22nd day
of January, 1997:

Corporation Service Company


BY: Its Incorporator
Karen B. Rozar, as its agent