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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. <u>Miskelly Bestaurant (Pom Jans) Ins. 1997-9853</u> (Corporation Name) (Document #)										
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CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION

ALLE SEE FLORE

NICKELS RESTAURANT (POMPANO), INC

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation and amendments:

FIRST:

ARTICLE THREE SHARES

The first paragraph of the description of the Class "A" shares is hereby deleted and replaced by the following:

1500 Class "A" shares, without par value, entitled to receive Class A: notice of and attend all meetings of the shareholders of the Corporation and entitled to vote as such meetings on the basis of one vote for each share held. The holders of the Class "A" shares shall be entitled to receive in priority to the holders of the Class "B" shares, as and when declared by the board of directors, non-cumulative dividends at the rate of one half of one percent (0.5 of 1%) monthly on the Class "A" redemption price of each such share. The holders of the Class "A" shares shall not be entitled to any dividend other than or in excess of the dividend hereinabove provided. In the event of the dissolution, liquidation or winding-up of the Corporation, whether voluntary or involuntary, or other distribution of the assets of the Corporation, among the shareholders for the purpose of winding up its affairs, the holders of Class "A" shares shall be entitled to receive, prior to any distribution made to the holders of Class "B" shares, an amount equal the fair market value of the consideration received by the Corporation upon the issuance of such shares.

The first paragraph of the description of the Class "B" shares is hereby deleted and replaced by the following:

Class B: 1500 Class "B" shares, without par value, shall not, as such, have any right to receive notice of, or to attend, or vote at any meetings of shareholders of the Corporation. The Class "B" shares shall be entitled to participate in the profits and surplus or assets of the Corporation. In the event of the liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, or other distribution of assets of the Corporation

among the shareholders for the purpose of winding up its affairs, subject to the rights, privileges, restrictions and conditions attached to the Class "A" shares, the holders of the Class "B" shares shall be entitled to receive the remaining property of the Corporation.

SECOND:

The said amendment has been adopted on April 26, 1999.

THIRD:

The amendment was approved by the sole Shareholder of the Corporation. The number of votes cast for the amendment was sufficient for approval.

Signed his 26th day of April, 1999

Paul Sara, President