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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: LOS GORDOS RESTAURANT, INC.

AUDIT NUMBER.....E97000018197

DOC TYPE......BASIC AMENDMENT

CERT. OF STATUS..0

PAGES.....

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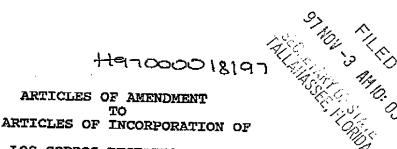
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LOS GORDOS RESTAURANT, INC. (Charter# P97000090770)

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

AMENDMENT ADOPTED TO ARTICLE VI:

The names and street addresses of the Directors are as follows:

NAME	Address
Alberto Mojena	1057 S.W. 7th St. No. 4
President	Miami, FL. 33130
Liza Rodriguez	1120 S.W. 73rd Avenue
Vice President	Miami, FL 33144
Rafael Dominguez	1057 S.W. 7th St. No. 4
Treasurer	Miami, FL 33130

THE DATE OF THE ADOPTION OF THIS AMENDMENT IS: October 23rd, 1997.

THE AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT WAS SUFFICIENT FOR APPROVAL.

Signed this 23rd day of October, 1997.

LOS GORDOS RESTAURANT, INC.

lberto Mojena President

PREPARED BY: SERGIO MASSA, ACCOUNTANT

BUSINESS AUTHORITY CORP.

8347 S.W. 40th ST.

MIAMI, FL 33155

TEL: (305) 220-3420

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