

OFFICE USE ONLY (Document #)

(Requestor's Name)

(Address)

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

700002709907--9
-12/11/98--01036--006
*****35.00 *****35.00

OFFICE USE ONLY

CR2E031(9/92)

EL RINCON DE QUISQUELLA RESTAURANT, CORP.

(present name)

98 DEC 11 PM 2:38
FILED
TALLAHASSEE FLORIDA
SECRETARY OF STATE
adopts the
ded or deleted

ARTICLE IV REGISTERED AGENT

Added: Gerpy L. Fermin
9513 N.W. 27TH Ave.
Miami, Fl. 33147.

Deleted: Teresa Salazar

Added: Gerpy L. Fermin (President, Vicepresident, Secretary, Treasurer)
9513 N.W. 27TH Ave. Miami, FL 33147.

THIRD: The date of each amendment's adoption: Dec. 2, 1998

_____ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

_____ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

 x The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

____ The amendment(s) was/were approved by the shareholders through voting groups.

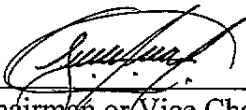
(The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).

The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)

(continued)

Signed this 2 day of December, 19 98.

By 
(Chairman or Vice Chairman of the Board of Directors, President or
other officer if adopted by the shareholders)
OR
(A director or incorporator if adopted by the directors or incorporators)

Gerpy L. Fermin

(Typed or printed name)

President

(Title)

Signed this 2 day of December, 19 98.

EL RINCON DE QUISQUELLA RESTAURANT, CORP.

(Corporation Name)

By 

(Chairman or Vice Chairman of the Board of Directors, President
or other officer if adopted by the shareholders)

(A director or incorporator if adopted by the directors or incorporators)


Gerpy L. Fermin

(Typed or printed name)

President

(Title)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

Signature: 

(Registered Agent) Gerpy L. Fermin

Date: Dec. 2, 1998