

Gary S. Edinger

Attorney at Law

305 N.E. 1st Street • Gainesville, FL 32601 • Phone (352) 338-4440 • FAX (352) 337-0696

P98000011153

June 19, 2000

Division of Corporations
Florida Department of State
409 East Gaines Street
Tallahassee, Florida 32399

100003297711-7
-06/20/00-01076-006
*****87.50 *****87.50

RE: Articles of Amendment: Café Risque / We Dare to Bare Exit 10, Inc.

Dear Sir or Madam:

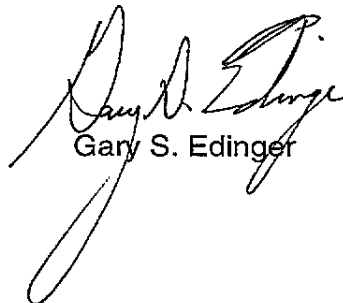
Enclosed are the original and one copy of the Articles of Amendment changing the name of Café Risque / We Dare to Bare Exit 10, Inc. to Café Risque / We Dare to Bare Exit 49, Inc. Also enclosed is a check in the amount of \$87.50, representing payment of the following items:

Filing Fee	\$35.00
Certified Copy Fee	\$52.50
<hr/>	
TOTAL	\$87.50

Please file the enclosed Articles of Amendment and return a certified copy to the undersigned.

If the fees stated above have changed, or if there is anything further you require, please advise at your earliest convenience. Thank you for your kind assistance in this matter.

Sincerely,


Gary S. Edinger

gse
Enclosures

FILED
00 JUN 20 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AC 6/22
N/C

**FIRST ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
CAFE RISQUE / WE BARE ALL EXIT 10, INC.
(Name Change)**

These First Articles of Amendment to the Articles of Incorporation of CAFE RISQUE / WE BARE ALL EXIT 10, INC. were adopted by the Board of Directors and Shareholders of the Corporation on March 14, 2000, at a duly constituted special meeting of the said Directors and Shareholders. Accordingly, the Board of Directors and Shareholders do hereby amend, by unanimous vote (which vote is sufficient to approve an amendment), to change the name of the corporation from CAFE RISQUE / WE BARE ALL EXIT 10, INC. to CAFE RISQUE / WE BARE ALL EXIT 49, INC. and to amend the Articles of Incorporation accordingly, which Amendment shall become effective as of March 14, 2000.

ARTICLE I

Article I of the Articles of Incorporation, is hereby amended to change the name of the Corporation to **CAFE RISQUE / WE BARE ALL EXIT 49, INC.** as set forth below:

"ARTICLE I

Name

The name of this corporation is "CAFE RISQUE / WE BARE ALL
INC."

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00 JUN 20 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED by the Shareholders and Directors and certified by the
President and Secretary of the Corporation this 14th day of March ~~14~~ 2000.




JERRY SULLIVAN, Director



JERRY SULLIVAN, Shareholder

CERTIFIED:



JERRY SULLIVAN, President

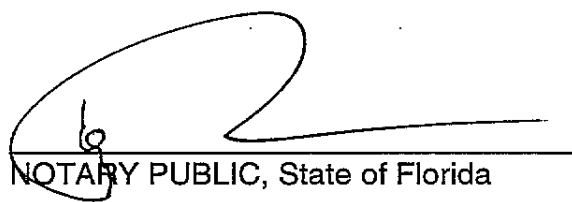
ATTEST:



JERRY SULLIVAN, Secretary

STATE OF FLORIDA
COUNTY OF ALACHUA

BEFORE ME, the undersigned authority, appeared JERRY SULLIVAN,
who is personally known to me and who did not take an oath and he
acknowledged before me that he is the President and Secretary of the foregoing
Corporation and that he subscribed to these Articles on the 14th day of March,
2000.



NOTARY PUBLIC, State of Florida

My Commission Expires:

PATRICIA GODDARD DOORBAR
Notary Public - State of Florida
My Commission Expires Sep 20, 2003
Commission # CC872308