

P98000098272

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LAZARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

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LOCAL REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. EL ATARDECER RESTAURANT, CORP.

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

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02/05/99 01055--014

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 FEB -5 PM 4:32
SEC. OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

MP

99 FEB -5 PM 4:52
FILED
TALLAHASSEE, FLORIDA
DOC. No. P98000098272
RP.

(present name)

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

FOURTH: Adoption of Amendment (s) (check one)

_____ 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).

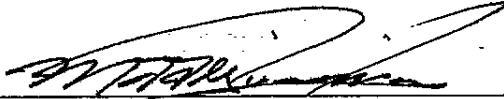
The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)

(continued)

Signed this 01 day of Feb., 1999

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)

Miguel A. Arias

(Typed or printed name)

President

(Title)