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BASIC AMENDMENT

ROCKY'S RESTAURANT CORP.

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Certificate of Status	0
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Name Change & Amendment

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
ROCKY'S RESTAURANT CORP.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of Rocky's Restaurant Corp. (the "Corporation"), a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida bearing Document #P99000031285 does hereby certify:

First: That pursuant to Written Consent of the Board of Directors and Majority Shareholder of said Corporation dated June 28, 1999, the Majority Shareholder and Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

Articles I and III of the Articles of Incorporation of this Corporation are amended to read in its entirety as follows:

ARTICLE I

The name of the Corporation is Interactive Entertainment Concepts, Inc.

ARTICLE III

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time shall be Fifty Million (50,000,000) shares of Common Stock having a par value of \$.001 per share and 5,000,000 shares of Preferred Stock, par value \$.001 per share. Series of the Preferred Stock may be created and issued from time to time, with such designations, preferences, conversion rights, cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such series of Preferred Stock as adopted by the Board of Directors pursuant to the authority in this paragraph given.

The foregoing amendment was adopted by the Board of Directors and Majority Shareholder of the Corporation by Unanimous Written Consent of the Board of Directors and Written Consent of the Majority Shareholder of the Corporation dated June 28, 1998 acting pursuant to Sections 607.0704 and 607.0821 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

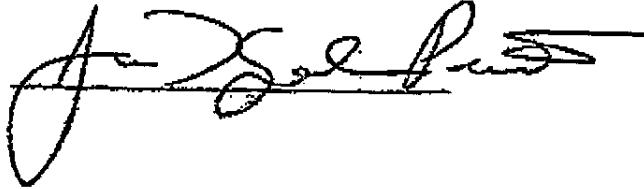
ROBERT J. BURNETT, ESQ., FL BAR #0117978
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200 E. Las Olas Blvd., #1900
Fl. Lauderdale, FL 33301 Phone: 954-763-1200

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IN WITNESS WHEREOF, the undersigned, being the President of the Corporation, has
executed these Articles of Amendment as of June 28, 1998.

ROCKY'S RESTAURANT CORP.

By: Jan Kaplan, President

A handwritten signature in black ink, appearing to read "Jan Kaplan", written over a horizontal line.

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