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August 2, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32301

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-08/06/01--01084--001
*****35.00 *****35.00

Re: Barbarella Nightclub, Inc.


Dear Sir or Madam:

I am enclosing herewith the original and one copy of the Amendment to the Articles of Incorporation for the above named corporation, together with a check in the sum of \$35.00 representing the amount of the filing. Please send a certified copy of the document at your earliest convenience.

Your prompt attention to this matter will be greatly appreciated.

If you have any questions regarding the foregoing, do not hesitate to call me.

Sincerely,


Nicole M. Blankenship
Legal Assistant
Enclosures

NC
8-14-01
JMS

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RECORDS DIVISION
TALLAHASSEE, FLORIDA

AMENDMENT TO THE
ARTICLES OF INCORPORATION

OF

BARBARELLA NIGHTCLUB, INC.

The Articles of Incorporation of BARBARELLA NIGHTCLUB, INC., filed on September 15, 1999, are hereby amended as follows:

At a special meeting of the shareholders and officers of the corporation on July 25, 2001, the following amendments were unanimously approved by the majority of the shareholders and officers of the corporation, and the number of votes was sufficient for approval.

ARTICLE I - NAME

The name of the corporation is: MOLLY BROWN'S II, INC.

The undersigned have executed this Amendment to the Articles of Incorporation of BARBARELLA NIGHTCLUB, INC., this 25th day of July, 2001.

BARBARELLA NIGHTCLUB, INC.

BY:


RONALD J. KRENN/President

(Corp. Seal)

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA