

804158

3/04/97

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

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FROM: ACE INDUSTRIES, INC.  
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NAME: SESSA BEETZ GROUP, INC.  
AUDIT NUMBER.....H97000003725  
DOC TYPE.....BASIC AMENDMENT  
CERT. OF STATUS..0  
CERT. COPIES.....1

PAGES..... 4  
DEL.METHOD.. FAX  
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97 MAR -4 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H97-3725

AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
SESSA BEETE GROUP, INC.

FILED  
97 MAR -4 PM 2:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Corporation hereby certifies the following:

1. The name of the Corporation is Sessa Beets Group, Inc.
2. The Corporation was formed on October 1, 1990, upon the filing of Articles of Incorporation in the Office of the Secretary of State, where said Articles were assigned document number 804158.

All of the Shareholders and all of the Directors of the Corporation hereby declare it to be their intention that the Corporation change its name to Show Palace Dinner Theatre, Inc.

The principal place of business and mailing address of the Corporation shall be:

16128 U.S. Highway 19  
Hudson, Florida 34667

This amendment is adopted by the written agreement of all of the Shareholders and all of the Directors of the Corporation as evidenced by the signatures below and shall become effective upon the filing with the Florida Secretary of State and was adopted February 28, 1997.

SHAREHOLDERS:

*Nicholas Sessa*  
\_\_\_\_\_  
NICHOLAS SESSA

*Salvatore Sessa*  
\_\_\_\_\_  
SALVATORE SESSA

DIRECTORS:

*Nicholas Sessa*  
\_\_\_\_\_  
NICHOLAS SESSA

*Salvatore Sessa*  
\_\_\_\_\_  
SALVATORE SESSA

H97-3725

Prepared by:  
ACS INDUSTRIES, INC.  
84 NW 11th Street  
Miami, FL 33136  
305-568-2571

H97-3725

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 4TH day of MARCH, 1997.

SESSA BEETZ GROUP, INC.

  
NICHOLAS SESSA, PRESIDENT

  
SALVATORE SESSA, SECRETARY

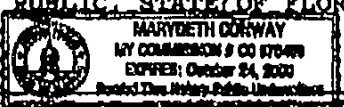
H97-3725

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STATE OF FLORIDA  
COUNTY OF HERNANDO

BEFORE ME PERSONALLY APPEARED NICOLAUS VASSA TO ME  
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO  
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE  
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN  
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 4<sup>TH</sup> DAY OF MARCH,  
1997.

Marybeth Conway  
NOTARY PUBLIC, STATE OF FLORIDA  
  
PRINT, TYPE OR STAMP NAME OF  
NOTARY PUBLIC

PERSONALLY KNOWN  OR  
TYPE OF IDENTIFICATION PRODUCED \_\_\_\_\_

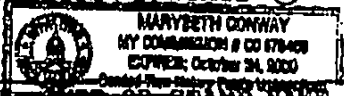
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STATE OF FLORIDA  
COUNTY OF HERNANDO

BEFORE ME PERSONALLY APPEARED SPUMORE SIA TO ME  
WELL KNOWN AND KNOWN TO ME TO BE THE PERSON DESCRIBED IN AND WHO  
EXECUTED THE FOREGOING INSTRUMENT, AND ACKNOWLEDGED TO AND BEFORE  
ME THAT HE/SHE EXECUTED SAID INSTRUMENT FOR THE PURPOSES THEREIN  
EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL, THIS 4<sup>TH</sup> DAY OF MARCH,  
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