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BASIC AMENDMENT

BAYSHORE RESTAURANT MANAGEMENT CORP.

Certificate of Status	0
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AMEND
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AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
BAYSHORE RESTAURANT MANAGEMENT CORP.

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The undersigned, STEPHEN J. KNEAPLER, President of BAYSHORE RESTAURANT MANAGEMENT CORP., a Florida corporation, (the "Corporation") does hereby certify that at a Joint Meeting of the Board of Directors and Shareholders of the Corporation held on December 31, 1997, duly held in accordance with Florida Statutes and the Articles of Incorporation and By-Laws of the Corporation, at which a quorum was present and acted throughout, the following resolution was duly adopted:

ARTICLE III of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

ARTICLE III- CAPITAL STOCK


The maximum number of shares which the Corporation is authorized to have outstanding at any one time is Two Thousand (2,000) Shares of common stock, having a par value of \$1.00 per share.

2) The foregoing Amendment was unanimously adopted by the Shareholders and Directors of this Corporation on the 31st day of December, 1997.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment, this 31st day of December, 1997.

BAYSHORE RESTAURANT MANAGEMENT
CORP.

Juan T. O'Naghten
Fla. Bar No.: 305774
Suite 1100
2665 South Bayshore Drive
Miami, Florida 33133
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BY: 
STEPHEN J. KNEAPLER, President

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