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PEPE & NEMIRE, P.A.
ATRIUM IN THE GABLES, SUITE 220
1500 SAN REMO AVENUE
CORAL GABLES, FLORIDA 33146

THOMAS F. PEPE
MARLETA L. NEMIRE

TEL: (305) 667-2564
FAX: (305) 284-8806

December 12, 1996

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Secretary of State
Division of Corporations
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, Florida 32314

Re: Blue Marlin Breweries, Inc. *Amend*

Dear Sir:

Enclosed please find Articles of Amendment to the above-referenced corporation. We are enclosing our check in the amount of \$35.00 for filing fees. Please file the amendment and acknowledge receipt thereof.

Thank you for your cooperation in this matter.

Very truly yours,

PEPE & NEMIRE, P.A.

Thomas F. Pepe
Thomas F. Pepe

TFPgmp
Encls.

Name	
Availability	12/23/96
Document Examiner	<i>DOH</i>
Updater	<i>DOH</i>
Update Verifier	<i>DOH</i>
Acknowledgement	<i>DOH</i>
W.P. Verifier	<i>DOH</i>

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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96 DEC 16 PM 1:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
OF BLUE MARLIN BREWERIES, INC.**

A special meeting of the shareholders of Blue Marlin Breweries, Inc. was held on January 15, 1993 and on said date a majority of shareholders holding shares of common stock, with voting rights (there are no other voting groups entitled to vote), of the corporation unanimously adopted the following amendment to the Articles of Incorporation.

ARTICLE VI. DIRECTORS


BOARD OF DIRECTORS. This corporation shall have one (1) director and the number of directors may be increased or decreased from time to time by the by-laws adopted by the stockholders but shall never be less than one (1).

Attested:

By


President

By

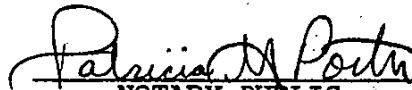

Secretary

ACKNOWLEDGMENT

STATE OF FLORIDA)
 : SS.
COUNTY OF DADE)

I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 3rd day of December, 1996, by Dennis Valdez, as president and secretary of Blue Marlin Breweries, Inc., a Florida corporation, on behalf of the corporation. He personally appeared before me at the time of notarization, and is personally known to me ~~or has produced~~ _____, as identification, and who did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 3rd day of December, 1996.



NOTARY PUBLIC,
State of Florida at Large

My Commission Expires:



PATRICIA G. PORTER
COMMISSION # CC 521704
EXPIRES JAN 4, 2000
BONDED THRU
ATLANTIC BONDING CO., INC.