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McDONALD, FLEMING, MOORHEAD, FERGUSON, GREEN & SMITH, LLP

ATTORNEYS AT LAW

4300 BAYOU BOULEVARD, SUITE 13  
PENSACOLA, FLORIDA 32503-2671

SUZANNE BLANKENSHIP+  
MICHAEL L. FERGUSON\*  
EDWARD P. FLEMING  
WILLIAM J. GREEN  
BRUCE A. McDONALD\*  
STEPHEN R. MOORHEAD\*\*  
J. D. SMITH\*  
D. ANTHONY WASHNOCK++  
PAUL A. WILSON+

TELEPHONE (850) 477-0660  
FACSIMILE (850) 477-4510  
www.pensacolalaw.com

+Also Admitted in Alabama  
+Also Admitted in Arkansas  
\*\*Board Certified Real Estate  
\*Board Certified Business Litigation  
☆Brigadier General, U.S. Army (Ret.)  
‡Also Admitted in District of Columbia

REPLY TO: BRUCE A. McDONALD  
brucemcdonald@pensacolalaw.com

April 25, 2001

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Pensacola, FL 32399

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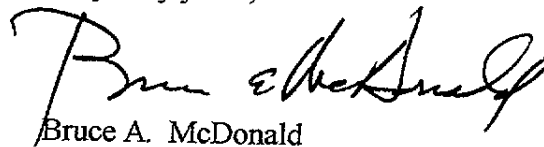
RE: Articles of Amendment to Articles of Incorporation of  
Southern Eagle Enterprises, Inc.

Dear Sir or Madam:

Enclosed please find "Articles of Amendment to Articles of Incorporation of Southern Eagle Enterprises, Inc." for filing with your office. We are also enclosing our check for \$35.00 for your fee. I have also enclosed a copy of this letter so that you can date stamp and confirm receipt of the Amendment and return to the undersigned in the self-addressed envelope provided.

Thanks.

Very truly yours,

  
Bruce A. McDonald

FILED  
01 APR 30 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
01 APR 30 PM 2:42  
DIVISION OF CORPORATIONS

Amend

S. PAYNE MAY 1 - 2001

FILED

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SOUTHERN EAGLE ENTERPRISES, INC.

01 APR 30 PM 2:42  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Article III of the Articles of Incorporation of Southern Eagle Enterprises, Inc. was amended by the corporation's board of directors on April 2, 2001. The corporation is filing these articles of amendment to articles of incorporation pursuant to F.S. 607.1003 and 607.1006.

1. The name of the corporation is SOUTHERN EAGLE ENTERPRISES, INC.
2. Article III of the Articles of Incorporation of SOUTHERN EAGLE ENTERPRISES, INC. was deleted in its entirety and replaced by the following new Article III:

"The maximum number of shares of stock, voting and non-voting, that this corporation is authorized to issue is 2,000,000 at a par value of \$1.00 per share, all of which shall be common stock. All of the stock shall be paid for in cash, or property other than stock or securities, in lieu of cash, at a just value to be determined by the Board of Directors of this corporation. Such stock shall be entitled to receive the net assets of the corporation upon dissolution."

3. The amendment was unanimously adopted by the shareholders and board of directors at a special meeting of the corporation and as set forth above with a majority vote of the board of directors held on this date.

Dated: April 2, 2001.

SOUTHERN EAGLE ENTERPRISES, INC.  
d/b/a Billy Bob's Beach Barbecue

By Carolyn Stebbins  
CAROLYN STEBBINS, President

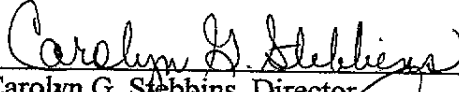
Attest.

Arthur H. Stebbins  
Arthur H. Stebbins, Secretary

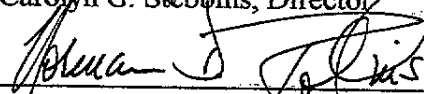
APPROVED:



Arthur H. Stebbins, Director



Carolyn G. Stebbins, Director



NORMAN D. ROLLINS, DIRECTOR