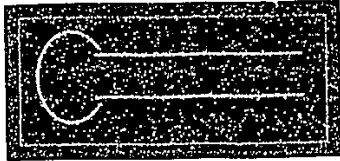


V72879



ROADHOUSE GRILL, INC.
6600 North Andrews Ave.
Suite 160
Ft. Lauderdale, FL 33309

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. _____ (Corporation Name) _____ (Document #) ~~888882255118--0~~
-08/01/97-01071--008
*****70.00 *****70.00
- 2. _____ (Corporation Name) _____ (Document #) ~~888882255118--0~~
-08/01/97--01071--008
*****70.00 *****35.00
- 3. _____ (Corporation Name) _____ (Document #)
- 4. _____ (Corporation Name) _____ (Document #)

- Walk in
- Mail out
- Pick up time _____
- Will wait
- Certified Copy
- Certificate of Status
- Photocopy

NEW FILINGS	
Profit	
NonProfit	
Limited Liability	
Domestication	
Other	

AMENDMENTS	
Amendment	
Resignation of R.A., Officer/ Director	
<input checked="" type="checkbox"/> Change of Registered Agent	
Dissolution/Withdrawal	

FILED
97 JUL 28 PM 2: 18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OTHER FIL	
Annual Report	
Fictitious Name	
Name Reservation	

*Validate
35.00 on
each*

ACTION/ ACTION	
Reinstatement	
Trademark	
Other	

Examiner's Initials WJW 7-31-97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 6, 1997

ROADHOUSE GRILL, INC.
6600 NORTH ANDREWS AVE.
SUITE 160
FT. LAUDERDALE, FL 33309

SUBJECT: ROADHOUSE GRILL, INC.
Ref. Number: V72879

We have received your document for ROADHOUSE GRILL, INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The fee to file your document is \$35.

If you have any questions concerning this matter, please either respond in writing or call (904) 487-6052.

Vickie Whitfield
Corporate Specialist

Letter Number: 197A00030806

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS**

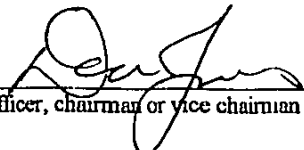
Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508 or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: ROADHOUSE GRILL, INC.
2. The mailing address of the corporation is: 6600 North Andrews Avenue, Suite 160, Fort Lauderdale, Florida 33309
3. Date of incorporation/qualification: 10/16/92 Document number: V72879
4. The name and address of the current registered agent and office:
Charles D. Barnett
899 West Cypress Creek Road, Suite 500
Fort Lauderdale, FL 33309
5. The name and address of the new registered agent and office:
Debra A. DePietro
6600 North Andrews Avenue, Suite 160
Fort Lauderdale, FL 33309

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97 JUL 28 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

 _____ 4/28/97
(Signature of an officer, chairman or vice chairman of the board) (Date)

Dennis Jones, Chief Financial Officer
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties and I am familiar with and accept the obligation of my position as registered agent.

 _____ 4/28/97
(Signature of Registered Agent) (Date)