

ARTICLES OF AMENDMENT
OF
ANABEL & LU LU'S BOHEMIAN CAFE, INC.

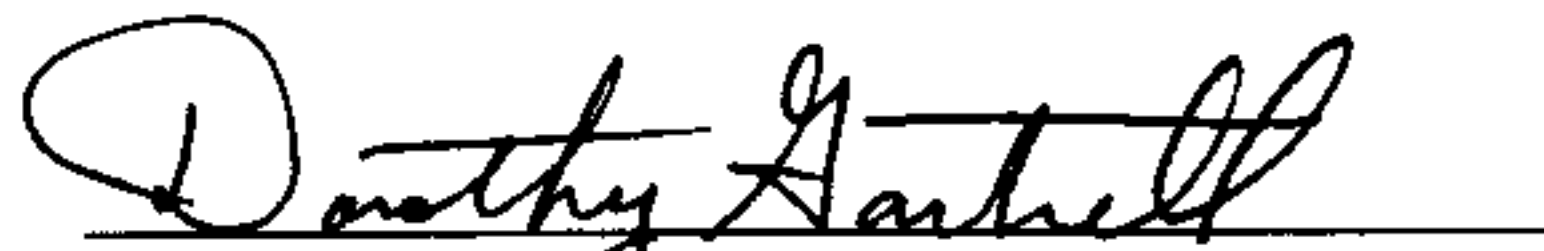
KNOW ALL MEN BY THESE PRESENTS: We, the undersigned, Dorothy Gartrell, the President and Susan L. Ridolphi, the secretary of Anabel & Lu Lu's Bohemian Cafe, Inc. do hereby declare that on February 5, 1997, the shareholders of the said Corporation did adopt an amendment to the Articles of Incorporation of the said Corporation as follows:

Amendments

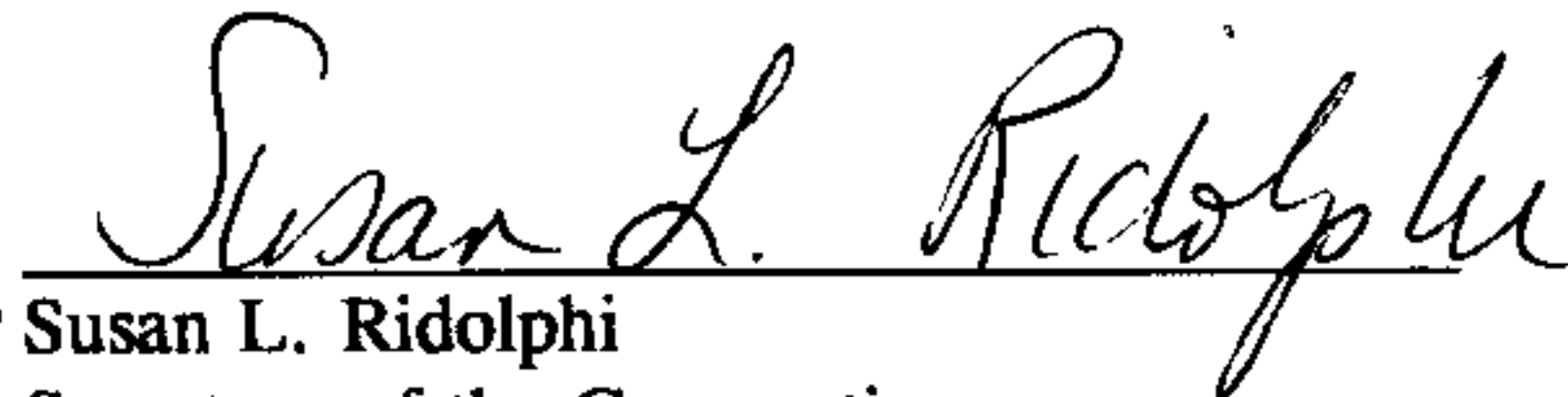
4. AUTHORIZED CAPITAL STOCK. The aggregate number of shares which the Corporation shall have authority to issue is 1000 shares of common stock of the par value of One Dollar (\$1.00) per share.

The shareholder vote required to adopt an amendment to the Articles of Incorporation is a simple majority. The number of shares outstanding and entitled to vote is one hundred (100). The vote for the amendment was unanimous.

Dated at Birmingham, Alabama, this the 5th day of February, 1997.



Dorothy Gartrell
President of the Corporation

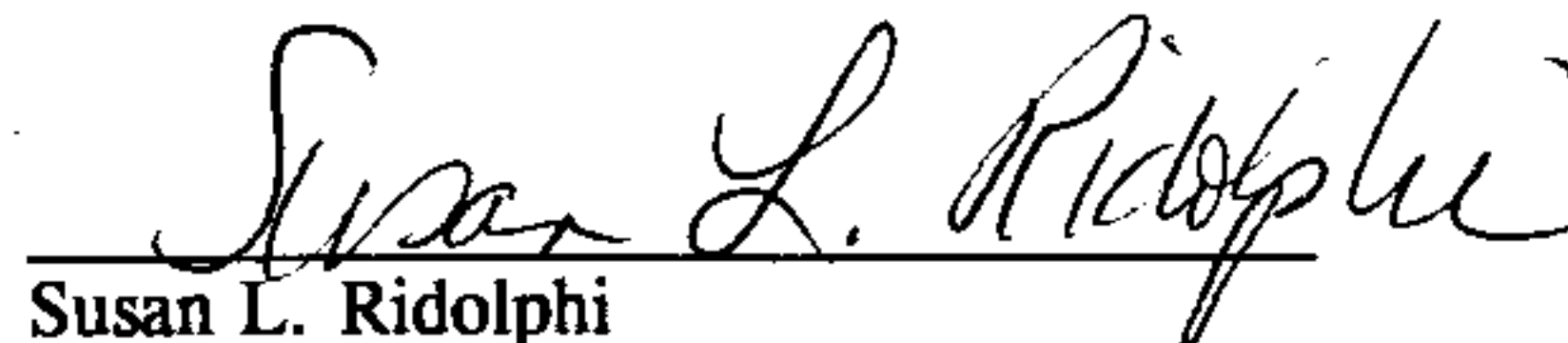


Susan L. Ridolphi
Secretary of the Corporation

Certificate of Secretary

I, Susan L. Ridolphi, Secretary of Anabel & Lu Lu's Bohemian Cafe, Inc., an Alabama Corporation, do hereby certify that all of the Directors and all of the Shareholders of said Corporation have given their written consent to the adoption of the foregoing Amendment to the Certificate of Incorporation.

WITNESS my hand and seal this the 5th day of February, 1997.



Susan L. Ridolphi
Secretary

Inst # 1997-06555
03/03/1997-06555
03:00 PM CERTIFIED
SHELBY COUNTY JUDGE OF PROBATE
002 MCD 15.00

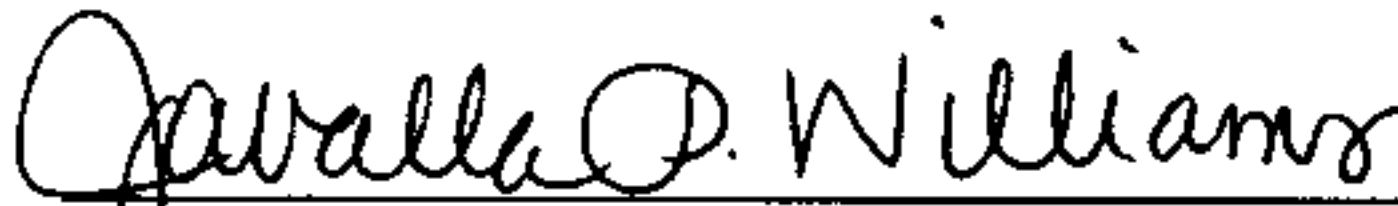
Inst # 1997-06555

STATE OF ALABAMA

COUNTY OF SHELBY

I, the undersigned, a Notary Public in and for said County, in said State, hereby certify that Susan L. Ridolphi, whose name as Secretary of Anabel & Lu Lu's Bohemian Cafe, Inc., a Corporation, is signed to the foregoing Certificate and who is known to me, did certify to me on this day that the contents of said Certificate are true and correct.

Given under my hand and seal this ^{25th} day of February, 1997.



Notary Public

My commission expires: _____

MY COMMISSION EXPIRES APRIL 9, 2000

This instrument was prepared by:

Lindsey J. Allison
Griffin, Allison, May, Alvis & Fuhrmeister
P.O. Box 380275
Birmingham, AL 35238
(205) 991-6367

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