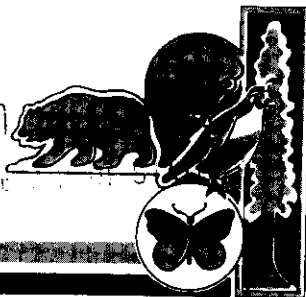


NOV 10



# State of California

OFFICE OF THE SECRETARY OF STATE

I, *MARCH FONG EU*, Secretary of State of the State of California, hereby certify:

That the annexed transcript was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.

IN WITNESS WHEREOF, I execute  
this certificate and affix the Great  
Seal of the State of California this

NOV 3 1893



*March Fong Eu*

Secretary of State

529913

CERTIFICATE OF AMENDMENT

OF

ARTICLES OF INCORPORATION

OF

SIZZLER RESTAURANTS INTERNATIONAL, INC.

FILED

In the office of the Secretary of State  
of the State of California

NOV 3 1983

MARSH FONG EU, Secretary of State

Deputy

THOMAS L. GREGORY AND JAMES S. MCGINNIS certify that:


1. They are the president and the secretary, respectively, of SIZZLER RESTAURANTS INTERNATIONAL, INC., a California corporation.
2. Paragraph (a) of Article Three of the articles of incorporation of this corporation is amended to read as follows:


This Corporation is authorized to issue only one class of shares designated as "Common Stock", and the total number of shares which the Corporation is authorized to issue is Twenty Million (20,000,000) shares of stock, no par value.

3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the corporation is 6,794,000. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Date: August 24, 1983.

  
Thomas L. Gregory, President

  
James S. McGinnis, Secretary