



Department of State.

**CERTIFICATE OF AMENDMENT
OF**

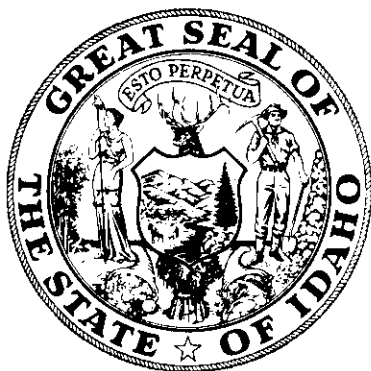
PLANTATION ROUND TABLE PIZZA, INC.

I PETE T. CENARRUSA, Secretary of State of the State of Idaho hereby, certify that duplicate originals of Articles of Amendment to the Articles of Incorporation of SPUD, JR., INC.

duly signed and verified pursuant to the provisions of the Idaho Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Certificate of Amendment to the Articles of Incorporation and attach hereto a duplicate original of the Articles of Amendment.

Dated April 28, 19 86.



Pete T. Cenarrusa

SECRETARY OF STATE

Corporation Clerk

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
OF PLANTATION ROUND TABLE PIZZA, INC.

Pursuant to the provisions of Section 30-1-61 of the Idaho Business Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is Plantation Round Table Pizza, Inc.

SECOND: The following amendment to the Articles of Incorporation were adopted by the shareholders of the corporation on March 28, 1986, in the manner prescribed by the Idaho Business Corporation Act:

That henceforth the name of the corporation is Spud, Jr., Inc.

THIRD: The number of shares of the corporation outstanding at the time of the adoption was 250,000; and the number of shares entitled to vote thereon was 250,000.

FOURTH: The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows:

<u>Class</u>	<u>Number of Shares</u>
Common Stock	250,000

FIFTH: The number of shares voted for such amendment was 250,000; and the number of shares voted against the amendment was zero.

SIXTH: The manner in which any exchange, reclassification, or cancellation of issued shares provided for in amendment shall be effected is as follows: None.

SEVENTH: The maner in which such amendment effects the change in the amount of stated capital, and the amount of stated capital as changed by such amendment, are as follows: None.

DATED this 31 day of March, 1986.

Janice M. Cantrell
President
Donald J. Cantrell
Secretary

STATE OF IDAHO)
) ss:
County of Ada)

On this 31 day of March, in the year 1986, before me, Margaret Rollins, notary public, personally appeared Janice M. Cantrell and Donald J. Cantrell, known or identified to me to be the president and secretary of the corporation that executed the instrument or the person who executed the instrument on behalf of said corporation, and acknowledged to me that such corporation executed the same.

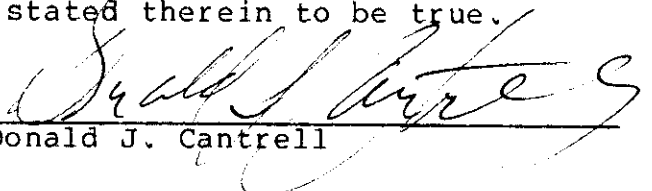
IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, the day and year in this certificate first above written.

Margaret Rollins
Notary Public for Idaho
Residing at Boise
My Commission Expires 9-25-81

STATE OF IDAHO)
) ss:
County of Ada)

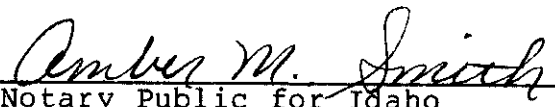
Donald J. Cantrell, being first duly sworn on oath,
deposes and says:

That he is the Secretary of the corporation; that he has
read the foregoing Articles of Amendment, knows the contents
thereof and believes the facts stated therein to be true.



Donald J. Cantrell

SUBSCRIBED AND SWORN to before me on this 24th day of
April, 1986.



Notary Public for Idaho
Residing at Boise
My Commission Expires June 1989