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Florida Department of State
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05 MAY 25 AM 9:29
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

MEDIA MAGIC, INC.

RECEIVED
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DIVISION OF CORPORATIONS

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of Amend

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Media Magic, Inc.

DOCUMENT NUMBER: P01000001011

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

D. Ruggeri
(Name of Contact Person)

Media Magic, Inc.
(Firm/ Company)

900 S. US Highway 1, Suite 303
(Address)

Jupiter, FL 33477
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

D. Ruggeri at (561) 491-0870
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

Media Magic, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

P0100001011

(Document number of corporation (if known))

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 MAY 25 AM 9:29

FILED

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

N/A

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered," "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

see attached

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

Attachment to Articles of Amendment of Media Magic, Inc.

Article IV of the Corporation's Articles of Incorporation is hereby deleted in its entirety, and replaced with the following:

4.1 The capital stock of this corporation shall consist of Two Hundred Fifty Trillion (250,000,000,000,000) shares of common stock, no par value.

The date of each amendment(s) adoption: May 20, 2005

Effective date if applicable: May 20, 2005
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)
- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 20th day of May, 2005

Signature Robert W. Pearce
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Robert W. Pearce
(Typed or printed name of person signing)

Chief Executive Officer
(Title of person signing)

FILING FEE: \$35