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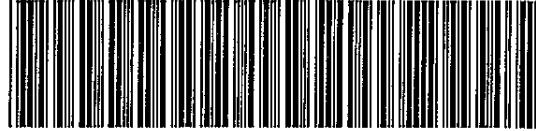
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Amend

T BROWN FEB 18 2004

Lance J. Wogalter, P.A.

Attorney at Law

Member of Florida and New Jersey Bars
Florida Supreme Court Certified Mediator

1499 West Palmetto Park Road, Suite 152
Boca Raton, Florida 33486

Palm Beach (561) 995-0822
Broward (954) 592-2184
Fax (954) 697-6225

February 10, 2004

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

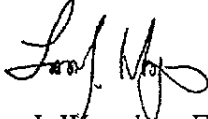
Re: Articles of Amendment and Change of Designated Registered Agent for Pure Pleasure Entertainment, Inc.

Dear Sir/Madam:

Enclosed please find an original Articles of Amendment and Change of Designated Registered Agent for Pure Pleasure Entertainment, Inc. to be filed. Also enclosed is the filing fee for both in the amount of \$70.00.

Please feel free to contact me should you have any questions.

Very truly yours,



Lance J. Wogalter, Esq.

Encl.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

Pursuant to the provision of Chapter 607, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

ARTICLE ONE

The name of the corporation is Pure Pleasure Entertainment, Inc.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted on January 13, 2004.

Article II is amended to read:

The address of the corporation's principal office is 2041 N. Dixie Highway, City of Pompano Beach, County of Broward, State of Florida 33060. The name of the registered agent of the corporation, located at such office is James Lacson.

Article VII is amended to read:

The corporation is to be managed by a director. The name and address of the director is:

NAME

ADDRESS


James Lacson

2041 N. Dixie Highway
Pompano Beach, FL 33060

ARTICLE THREE

This Amendment to the Articles of Incorporation was adopted by the board of directors and shareholder action was not required. The effective date of this Amendment to Articles of Incorporation shall be January 13, 2004.

The undersigned has executed these articles of amendment this 13st day of January, 2004.



President

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