PO2 0000 17687 UNITED ARTISTS ENTERTAINMENT 960 NW 110 LANE CORAL SPRINGS FL 33071 (954) 288-7324 WWW.UNITEDARTISENTERTAINMENT.COM

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

August 14, 2002

RE: Articles of Amendment to Articles of Incorporation P020000017687

000007249480--0 -08/21/02--01039--007 *****35.00 *****35.00

Changes to be made effective Immediately:

Article II Principal Office:

960 NW 110 LA Coral Springs Fl. 33071

Article V Officers/Directors

Change mailing address to:

Change Address of:

Edward G. Miedema

960 NW 10 Lane

Coral_Springs, FL. 33071

*************** REMOVE :

Marci Lee As (Exec. VP)

Article VI Registered Agent

Change address to:

Edward G. Miedema

960 NW 10 Lane

Coral Springs, Fl. 33071

Article VII Incorporator:

Change address to:

Edward G. Miedema

960 NW 10 Lane

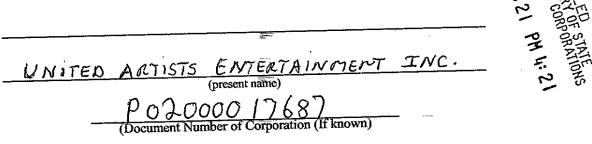
Coral Springs, FL. 33071

A copy of said changes have been noted in the corporate minutes and approved.

\$35.00 FEE ENCLOSED

Aprendment 08/27/02

ARTICLES OF AMENDMENT TO -ARTICLES OF INCORPORATION OF



Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE II PRINCIPAL OFFICE AMENDED (SEE ATTACHED)

ARTICLE II OFICERS / DIRECTORS AMENDED (SEE ATTACHED)

ARTICLE II REGISTERED AGENT AMENDED (SEE ATTACHED)

ARTICLE III INCORPORATOR AMENDED (SEE ATTACHED)

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: $8-1-2002$
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
ك ر	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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"
	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 14 day of AVGVST , 2002.
Signature	Clul S. En (Pres]
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR"
	(By an incorporator if adopted by the incorporators)
	EDWARD G. MIEDEMA (Typed or printed name)
	A
	PAES.

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