

09/26/2005

12:00

STEVEN L. FISHER ESQ 2128387982 → 918502050380

NO. 033 001

Division of Corporations

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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : Law Offices of Stephen F. Goldenberg, P.A.
Account Number : 076060003657
Phone : (954) 566-8411
Fax Number : (954) 566-8663

BASIC AMENDMENT
PRIME TIME GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

RECEIVED
05 SEP 26 AM 8:00
DIVISION OF CORPORATIONS

FILED
05 SEP 26 PM 3:24
TALLAHASSEE, FLORIDA
DIVISION OF STATE

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BS 9/26/05
Amend

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION
 OF
 ARTICLES OF INCORPORATION
 OF
 PRIME TIME GROUP, INC.

CLERK OF STATE
 TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, Prime Time Group, Inc., a Florida corporation, adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

ARTICLE IV Shares is hereby amended to read as follows:

“ARTICLE IV : SHARES

(a) The Corporation shall be authorized to issue the following shares:

<u>Class</u>	<u>Number of Shares</u>	<u>Par Value</u>
Common	150,000,000	\$.0001
Preferred	50,000,000	\$.0001

(b) The designations and the powers, preferences and rights, and the qualifications or restrictions thereof are as follows:

(i) The Preferred shares shall be issued from time to time in one or more series, with such distinctive serial designations as shall be stated and expressed in the resolution or resolutions providing for the issue of such shares as adopted by the Board of Directors; the Board of Directors is expressly authorized to fix the annual rate or rates of dividends for the particular series, the dividend payment dates for the particular series and the date from which dividends on all shares of such series issued prior to the record date for the first dividend payment date shall be cumulative, the redemption price or prices for the particular series, the voting powers for the particular series, the rights, if any, of holders of the shares of the particular series to convert the same into shares of any other series or class or other securities of the corporation, with any provisions for the subsequent adjustment of such conversion rights, the rights, if any, of the particular series to participate in distributions or payments upon liquidation, dissolution or winding up of the corporation, and to classify or reclassify any unissued preferred shares by fixing or altering from time to time any of the foregoing rights, privileges and qualification.”

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09/26/2005

12:09

STEVEN L SISKIND ESQ 2128387982 → 918502050380

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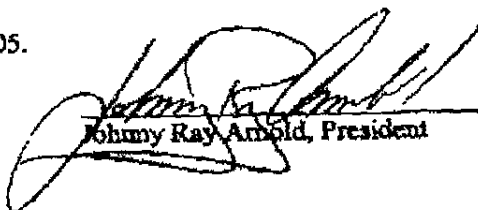
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SECOND: The Amendment was adopted on September 15, 2005

THIRD: The Amendment was approved by the shareholders. The number of votes cast for the Amendment was sufficient for approval.

Signed this 23rd day of September, 2005.



Johnny Ray Arnold, President

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