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Division of Corporations

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: (850)205-0380

Account Name

: PRATS, FERNANDEZ & CO.

Account Number : I19980000078

(305) 444-8333

Phone Fax Number

(305) 444-8334

BASIC AMENDMENT

DG-SOUND CORP.

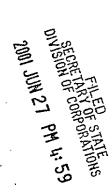
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF <u>DG-SOUND_CORP.</u>



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:

ARTICLE EIGHT

The names and post office address of the members of the Board of Directors who shall hold office of the Corporation until the successors are elected of appointed and have qualified are as follows:

BOARD OF DIRECTORS

Wadi Jacobo Caram Director Daniel A. Guerra Director

2121 Ponce de Leon Blvd. Suite 240 Coral Gables, Fl. 33134

ARTICLE NINE

The names and post office address of the officers of this corporation are:

Wadi Jacobo Caram

Daniel A. Guerra

President

Vice-President, Secretary & Treasurer

2121 Ponce de Leon Blvd. Suite 240 Coral Gables, Fl. 33134 (((H01000076752 4)))

It is hereby declared that this Amendment was adopted by the Incorporator and that stockholders approval is not necessary for these Articles of Amendment.

Preparer's name: Francisco J. Fernandez

2121 Ponce de Leon Blvd # 240

Coral Gables, FL 33134. Phone: 305-444-8333.

There being no further business, the amendments were adopted with no shareholder action required and not member action or consideration executed. on this 27th day of June of 2001.

Francisco J. Fernandez INCORPORATOR