

CT CORPORATION SYSTEM

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01 AUG 27 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

Diamond Hitts Production, Inc.

Amend

300004557843--9
-08/27/01-01060-023
*****35.00 *****35.00

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30.
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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DIVISION OF CORPORATIONS
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8/27/01

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Order#: 4751594

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Amount: \$ _____

660 East Jefferson Street
Tallahassee, FL 32301
Tel. 850 222 1092
Fax 850 222 7615

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DIAMOND HITS PRODUCTION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article III of the articles of incorporation of Diamond Hits Production, Inc. was amended by the corporation's board of directors on January 3, 2001. The corporation is filing these articles of amendment to the articles of incorporation pursuant to F.S. 607.1006.

1. Article III of the articles of incorporation of Diamond Hits Production, Inc. is hereby amended to increase the aggregate number of shares of the corporation is authorized to issued from 265,000,000 to 565,000,000, divided into:


10,000,000 Class A Preferred Shares
and
5,000,000 Class B Preferred Shares
and
550,000,000 Common Shares

All of the rest and remainder of Article III as well as all the remaining Articles of the Corporation shall remain in full force and effect.

2. The foregoing amendment to articles of incorporation was duly adopted by written consent of all the directors of the Corporation and by a majority of the shareholders entitled to vote. The number of votes cast for the amendment by shareholders was sufficient for approval.

In witness whereof, the undersigned have executed this article of amendment on January 3, 2001.


January 3, 2001

/s/ 
Dorian Reed, Director (Chairman)

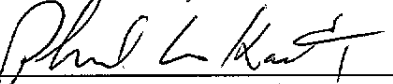
January 3, 2001

/s/ 
Robert A. Thompson, Director

January 3, 2001

/s/ 
Melvin L. Price, Director

January 3, 2001

/s/ 
Phillip Lloyd Kaich, Director

January 3, 2001

/s/ 
Daniel Melvin Grant, Director