Law Offices COTT & ADDICOTT

ADDICOTT & ADDICOTT Professional Association 450 North Park Road, Suite 805 Hollywood, Florida 33021

MICHAEL L. ADDICOTT Board Certified Civil Trial Lawyer Board Certified Business Litigation Lawyer Board Certified Marital & Family Law Lawyer Certified Family Mediator

Phone (954) 962-2526 Fa x (954) 962-2128

SARI T. ADDICOTT

March 15, 2001

000003877190--3 -03/19/01--01093--002 ******35.00 ******35.00

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

Alton Productions, Inc.

Dear Sir/Madam:

Enclosed for filing are Amended Articles of Incorporation, accompanied by a check for \$35.00.

Thank you.

Sincerely,

MICHAELL ADDICOTT

MICHAEL L. ADDICOTT For the Firm

MLA:bas Encl.

FILED

OI APR 25 PM 3: 56

SECRETARY OF STATE
ALLAHASSEE ELOSINA

Ament

T BROWN APR 2 6 2001



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 21, 2001

MICHAEL L. ADDICOTT LAW OFFICES ADDICOTT & ADDICOTT 450 N. PARK ROAD, SUITE 805 HOLLYWOOD, FL 33021

SUBJECT: ALTON PRODUCTIONS INC. Ref. Number: K49311

We have received your document for ALTON PRODUCTIONS INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You have submitted an application which does not meet the current requirements of the Florida Statutes. You may complete our current form or amend your application to include the required information.

We are enclosing the proper form(s) with instructions for your convenience.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6869.

Teresa Brown Corporate Specialist

Letter Number: 501A00017072

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SARI T. ADDICOTT

April 20, 2001

Division of Corporations P.O. Box 6327 Tallahassee, Fl. 32314

Enclosed please find the amended articles of incorporation for Miton Productions, Inc. I had previously submitted a check in the amount of \$35.00, which was not returned and I assume you are holding.

Please advise if anything further is needed.

Thank you.

Sari T. Addicott

For the Firm

OI APR 26 AM 9: 32 DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

OI APP FILED
OI APR 25 PM 3: 56 SECRETARY OF STATE ALLAHASSEE, FLORIDA
TEAHASSEE, FLORIDA

ALTON PRODUCTIONS INC.

(present name)

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 XII

Alton Investments, Inc., is a subsidiary corporation of Alton Productions Inc.

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:

, } • A	THIRD: 7	The date of each amendment's adoption: JANUARY 23,2001
	FOURTH:	Adoption of Amendment(s) (CHECK ONE)
	Ð	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 byvoting group
	Ĺ	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.
	Signature	Signed this 4th day of April, , 2001. Challe , Secretary RICHARD ASHRY
		(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)
		Tymod or mixed
		Typed or printed name
		Title