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Amendment

1.) Fastforward Productions, Inc.
(CORPORATE NAME & DOCUMENT #)

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FASTFORWARD PRODUCTIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

FIRST: Amendments adopted:

DELETE: Article IV - Capital Stock

This corporation is authorized to issue fifty (50) shares of no par value common stock which shall be designated "Common Shares". This corporation is not authorized to issue preferred shares.

INSERT: Article IV - Capital Stock

This corporation is authorized to issue ten thousand (10,000) shares of no par value common stock which shall be designated "Common Shares". This corporation is not authorized to issue preferred shares.

DELETE: Article XI - Management of Corporation by Shareholders

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

INSERT: Article XI - Management of Corporation by Directors


All corporate powers, business, and affairs will be exercised, managed, and directed under the authority of the Board of Directors.

SECOND: The date of this amendment's adoption is December 17/1998

THIRD: The amendment was approved by the shareholders. The number of votes cast

for the amendment was sufficient for approval.

Signed this 17 day of December, 1996.



J. MATTHEW AGNEW
Chairman of the Board of Directors