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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)922-4000

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305)599-0839
Fax Number : (305)716-0346

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01 JAN 12 PM 2:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BASIC AMENDMENT

RANDY VIDEO & FILMS, INC.

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01 JAN 12 PM 1:29
DIVISION OF CORPORATIONS

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

AMEND
KRB
1-1601

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**Articles of Amendment
To The
Articles Of Incorporation
of**

Randy Video & Films, Inc.
(Present Name)

*Pursuant to the provisions of section, Florida Statues, this Florida profit corporation
adopts the following articles of amendment to its articles of incorporation:*

FIRST: Amendment(s) adopted: (inducate article number(s) being amended, added, or
deleted)

Article IV:

The name and address of the new Board of Directors shall be:

<u>NAME</u>	<u>ADDRESS</u>
Adalberto Prieto Pres/Sec/Treas.	255 East 14th Street Hialeah, FL 33010

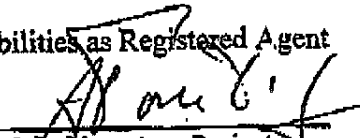
Article II:

The new name and address of the Registered Agent shall be:

<u>NAME</u>	<u>ADDRESS</u>
Adalberto Prieto Registered Agent	1089 West 29th Street Hialeah, FL 33010

Statement:

I hereby am familiar with and accept the duties and responsibilities as Registered Agent
for the said Corporation.


Adalberto Prieto
Registered Agent

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:

NONE

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TALLAHASSEE, FLORIDA

Third: The date of each amendment's adoption: January 27, 2000

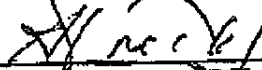
Fourth: Adoption of the Amendment(s) (check one)

- 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 the 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 by _____
_____"
(voting group)*

- 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.

Signed this day 27th of January, 2000

Signature 
 (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)

Adalberto Frieto
Type or Printed Name

Pres/Sec/Treas/R.A.
Title