P0000018396

October 25, 2001

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 MERLON' Er 33356"

400004656454--4 -10/29/01--01033--017 *****43.75 *****43.75

To Whom It May Concern:

Please find enclosed corporation article amendments as required by the State of Florida. I would like a certified copy of the amendment sent in return, and have enclosed a check for the proper amount.

The correct address and telephone number for Silver Moon Entertainment, Inc., is as follows:

1411 St Gabrielle Lane Suite 3505 Weston, FL 33326 954-649-3876

Thank you.

Sincerely,

Jeffrey Reis President FILED

OI OCT 29 PM 3: 50

SECRETARY OF STATE
TAIL AHASSEE, FLORIDA

Amend

FILED 01 OCT 29 PM 3: 50 SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

•		
SILVER	MODY F	ENTERTAINMENT, IN C.
		(present name)

(Document Number of Corporation (If known)

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 IV - Capital Stock

The Board of Directors has voted to authorize the corporation to issue 10,000,000 shares of ten cent (\$.10) par value common stock.

Article VIII - The principal mailing address of the corporation is: 1411 St Gabrielle Lane Suite 3505
Weston, FL 33326

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:

THIRD:	The date of each amendment's adoption: October 16, 2001	a dirikabasa			
FOURTE	H: Adoption of Amendment(s) (CHECK ONE)				
IX	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 east for the amendment(s) was/were sufficient for approval by" (voting group)				
C	The amendment(s) was/were adopted by the board of directors without shareholder action was not required.				
C	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.				
	Signed this 16th day of October , 2001 .				
Signature	and the second s	⊱ -°. Fizh:			
Digimento.	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholdery)				
	OR				
	(By a director if adopted by the directors)				
	OR				
	(By an incorporator if adopted by the incorporators)				
	JEFFREY RE'S (Typed or printed name)				
	President (Title)				