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July 17, 2001

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Florida Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

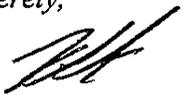
Regarding: Michael Kearns-Productions, Inc.
761 Alton Avenue
Orlando, FL 32804
59-3638769
Document Number P00000034529
Name Change

FILED
01 AUG 13 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Sir/Madame:

My client wishes to change the name of their Corporation. Enclosed you will find a completed "Articles of Amendment to Articles of Incorporation" form. Please mail correspondence to my client at 761 Alton Avenue Orlando, FL 32804. My client can be reached at 407-628-2096. Thank you in advance for your attention to this matter.

Sincerely,



Kim Y. Stewart, CPA

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

Michael Kearns Productions, Inc.

(present name)

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(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 I - Name

12.5 Productions, Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: July 1, 2001

FOURTH: Adoption of 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 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 16th day of July, 2001

Signature Michael J. Kearns
(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)

Michael Kearns
(Typed or printed name)

President
(Title)