Division of Corporations

P0000036363 Florida Department of State

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BASIC AMENDMENT

NV LOUNGE CORP.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

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1 of 2



FLORIDA DEPARTMENT OF STATE
Katherine Herris
Secretary of State

August 7, 2000

NV LOUNGE CORP. 1440 OCEAN DRIVE MIAMI BEACH, FL 33139

SUBJECT: NV LOUNGE CORP.

REF: P00000036363

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

All amendments must be listed under SECTION FIRST of the document. Please remove any amendments shown under Section Second.

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

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Darlene Connell Corporate Specialist FAX Aud. #: H00000040986 Letter Number: 500A00042496

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

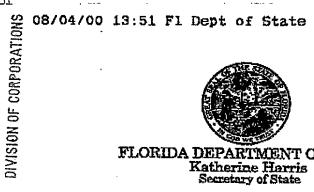
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FLORIDA DEPARTMENT OF STATE Secretary of State

August 4, 2000

NV LOUNGE CORP. 1440 OCEAN DRIVE MIAMI BEACH, FL 33139

SUBJECT: NV LOUNGE CORP.

REF: P00000036363

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

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) 487-6880

Karen Gibson Corporate Specialist

FAX Aud. #: H00000040986 Letter Number: 900A00042358

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

NV LOUNGE CORP.

Pursuant to the provisions of section 607.1006, Florida statues, this corpora adopts the following articles of amendment to its articles of incorporation.

FIRST:

Amendment (s) adopted: (indicate article number (s) being

amended or deleted)

AMENDED MODIFICATION

This Corporation will now be authorized to issue 1,000 shares of Article 7.1 One (\$0.01) Cent par value capital stock, which shall be designated "Capital Shares."

MODIFIED FROM

Article 7.1

" The maximum number of shares that this Corporation is authorized to have outstanding at any time is SEVEN THOUSAND FIVE HUNDRED (7,500) shares of common stock, each share

having the par value of ONE DOLLAR (\$1.00)."

If an amendment provides for an exchange, reclassification or SECOND:

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 AUGUST 3, 2000.

Document prepared by:

Angel Francisco Condom, Esq. 2134 NW 994 Avenue Miami, Florida 33172 Tel: 305-594-8673 Bar No.: 0018666

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FOURTH:	Adoption of Amendment(s) (CHECK ONE)	
<u> </u>	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 incorporator without shareholder action and shareholder action was not required.	
Signe	this 03 day of August, 2000.	
Signature:	Angel Francisco Cóndom, Secretary	
(I	By the Chairman or Vice Chairman of the Board of	
	Directors, President or other officer if adopted by the	
5	Shareholders.)	

Document prepared by:

Angel Francisco Cóndom, Esq. 2134 NW 99* Avenue Miami, Flerida 33172 Tel: 305-594-8673 Bar No.: 0018686

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