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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Police Night's Entertainment Association, Inc. P00000048712
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)



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Certificate of Status

DIVISION OF CORPORATION

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NEW FILINGS	
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<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input checked="" type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

G. COULLETTE NOV 09 2000

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PALACE NIGHTS ENTERTAINMENT
ASSOCIATION, INC.

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TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Richard L. King
Vice-President:	Wesley A. Grant
Secretary:	Richard L. King
Treasurer:	Richard L. King

SECOND: Article 5 shall be amended to state:

President:	Richard L. King
Vice-President:	Henry Chong
Secretary:	Richard L. King
Treasurer:	Richard L. King

whose addresses shall be the same as the principal address of the Corporation.



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THIRD: Article 6 of the Articles of Incorporation states Directors as:

Richard L. King
Wesley A. Grant

FOURTH: The Directors of the Corporation shall be changed to:

Richard L. King
Henry Chong

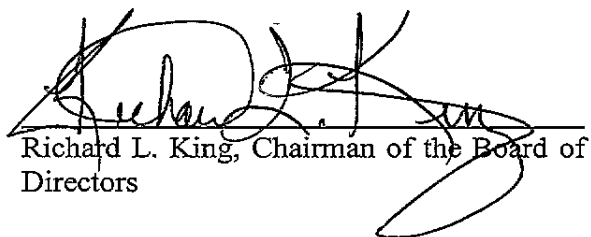
whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 25 October 2000.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 25 October 2000.


Richard L. King, Chairman of the Board of
Directors



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