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P00000086436

August 3, 2001

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Worldwide Entertainment Management Group, Inc. (the "Company")

Dear Sir or Madam:

In connection with the above referenced Company, this correspondence is to request that you file the enclosed Articles of Amendment to the Articles of Incorporation. In that regard, I am enclosing an original and one copy of said Amendment. Also enclosed is a check for \$35.00 made payable to the Secretary of State for the filing fee. Please send a copy of the filed Articles of Amendment to me using the enclosed self addressed, stamped envelope.

If you have any questions or need any further information, please do not hesitate to contact me.

Very truly yours,

RICHARD P. GREENE, P.A.

*Richard P. Greene*

Richard P. Greene  
For the Firm

RPG/evb  
Enclosures  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
WORLDWIDE ENTERTAINMENT MANAGEMENT GROUP, INC.**

The Articles of Incorporation of the above-named corporation (the "Corporation"), filed with the Department of State on the 12<sup>th</sup> day of September, 2000 and assigned Document Number P00000086436, are hereby amended pursuant to a written consent in lieu of meeting executed and approved by the holders of all of the Corporation's common stock and all of the Corporation's Directors on the 1 day of August, 2001, as follows:

1. Article III. Capital Stock is hereby amended to read as follows:

The maximum number of shares of all classes which the corporation shall be authorized to issue is Ten Million (10,000,000) shares of common stock having a par value of \$.0001 per share.

2. Article IV. Address of Principal Office is hereby amended to:

The principal place of business and mailing address of this corporation shall be:

5200 North Federal Highway, Suite 2-1218  
Fort Lauderdale, Florida 33308

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Articles of Amendment to the Articles of Incorporation was adopted by the shareholders and Directors on the 1 day of Aug., 2001.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Articles of Incorporation this 1 day of Aug., 2001.

By: 

Steven Reece,  
President and Secretary