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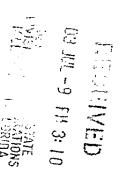
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Profit Not for Profit Limited Liability Domestication Other	Amendment Resignation of R.A., Office Change of Registered Age Dissolution/Withdrawal Merger	
OTHER FILINGS	REGISTRATION/OUALIFI	CATION
Annual Report Fictitious Name	Foreign Limited Partnership Reinstatement Trademark Other	
CR2E031(7/97)	Exa	niner's Initials

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

ATHENA UNLIMITED, INC.



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

FIRST: The name of this corporation shall be changed to AMERICAN ENTERTAINMENT

DISTRIBUTORS, INC.

SECOND: The Officers of the Corporation shall be:

President:

James MacArthur

Secretary:

James MacArthur

Treasurer:

James MacArthur

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

THIRD: The Director(s) of the Corporation shall be:

James MacArthur

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

FOURTH: The address of the Corporation shall be 2514 Hollywood Boulevard, Suite 200,

Hollywood, Florida 33020, and the mailing address shall be the same.



FIFTH: The date of the adoption of this amendment is the 9 July 2003.

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 9 July 2003.

James MacArthur, Chairman of the Board of

Directors