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January 9, 2001

Secretary of State
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

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-01/12/01--01078--011

*****35.00 *****35.00

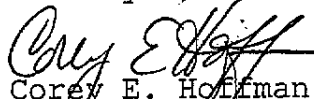
Re: Shadowland Productions Inc.

Dear Sir/Madam:

Enclosed please find my office check no. 6693 in the amount of \$35.00 for filing of the Articles of Amendment to Articles of Incorporation for the above referenced corporation.

If you have any questions, please contact me at my office.

Thank you,


Corey E. Hoffman
Attorney at Law

CEH\lf

Enclosures

FILED
01 JAN 16 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T BROWN JAN 17 2001

Amend

FILED
01 JAN 16 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
c.
06, Florida Statute

FIRST: AMENDMENT (S) ADOPTED:

ROBERT BRANDT resigns as Vice President and Secretary and has been elected President and Treasurer.

January 8, 2001

_____ 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 amendment(s) was/were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this 8 day of January, 2001.

Robert Brand

ROBERT BRANDT, President and Director