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DIVISION OF CORPORATIONS
01 APR -4 AM 9:36

Requester's Name

Budget Cinemas Inc.
850 Ives Dairy Rd. T28-41
North Miami, FL 33179

City/State/Zip

Phone #

Office Use Only

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

1. 900003959419--8
(Corporation Name) (Document #) -04/04/01--01085--023
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2. _____
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- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

Amend
V. SHEPARD APR 11 2001

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BUDGET CINEMAS, INC.**

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

FIRST: That Frank Ludwig has as of March 15, 2001 resigned all offices held and has also relinquished all stocks in his name to Irwin Knohl.

SECOND: That Irwin Knohl shall assume all of these offices, President, Secretary, and Treasurer.

That the 100 shares of stock shall be issued to Irwin Knohl, 11111 Biscayne Boulevard, Suite 1453, North Miami Beach, FL 33181.

THIRD: The date of this amendment's adoption is March 15, 2001

FOURTH: The amendments were approved by the shareholders. The vote was unanimous.

Signed this 15th day of March, 2001

Signature

Frank Ludwig
Frank Ludwig, Director/President