POLOCOO46800 FORECAST DISTRIBUTORS, INC

1445 Tyler Street Hollywood, FL 33019 (954) 924 4418

October 3, 2001

Department of Corporations PO Box 6327 Tallahassee, FL 32314

400004636484--6 -10/15/01--01054--015 *****49.75 *****43.75

To Whom It May Concern:

Enclosed please a check in the amount of \$49.50 for filing fees, certified copies, and certificate of status. You will also find the amendments made to the corporation's articles of incorporation.

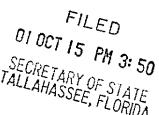
Sihcerely

Alex Barron

OI OCT 15 PM 3: 50
SECRETARY OF STATE

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



"ASSEE, FLORI
Forecast Distributors, INC.
(present name)
Pol 0000 46800 (Document Number of Corporation (If known)
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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)
<u>VI</u>
VIII
X
X.
I

PLEASE Review Attachel Sheet

X

X

XI

If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Amendments to the Articles of Incorporation

Amendment VI should read as follows:

The principal office of this corporation shall be 1445 Tyler Street, Hollywood, Florida 33019.

Amendment VIII should read as follows:

Matthew Buchwald as co-chairman should be amended so that the name or address no longer appears. Furthermore, he shall no longer have any shres of this corporation. The remaining parties shall each have 200 shares each.

Amendment IX should read as follows:

The registered agent for the corporation will from this date after be:

Alexander H. Barron

1445 Tyler St.

Hollywood, FI 33019

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The shares of the corporation (400) shall be evenly divided between Brian Herbstman and Alexander Barron.

Amendment XI shall read as follows:

Matthew Buchwald shall be removed as the Secretary, Treasurer. Alexander Barron shall assume these duties.

THIRD:	The date of each amendment's adoption: 10-3-01
FOURT	H: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
C	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 number of votes cast for the amendment(s) was/were sufficient for approval by(voting group)
	(voing group)
•	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
C	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signature_	Signed this 3rd day of october , 2001. Signed this 3rd day of october , 2001. (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	ALEXANDER H- BARROW (Typed or printed name)
	President/Director (Title)