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Florida Department of State

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Division of Corporations

Fax Number

: (850)205-0380

Account Name

: FAS-T CORP. AGENTS, INC.

Account Number: 071001002335

: (305)599-0839

Fax Number

: (305)716-0346

BASIC AMENDMENT

M S ENTERTAINMENT, FILM & PHOTO INC.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

M S ENTERTAINMENT, FILM & PHOTO INC. (present name)

P01000075707

(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)

Amend Art. V - Officers & Directors

Delete - CARLA SOSA-CARLINO PRESIDENT 1348 Washington Ave Miami Beach, F1 33139

Add: Mariella Sosa as PRESIDENT / DIRECTOR/ SECRETARY

1348 Washington Ave

Miami Beach, Fl 33139

Add: Carla Sosa- Carlino as VICE PRESIDENT / DIRECTOR

1348 Washington Ave

Miami Beach, Fl 33139

Amend Art. II - Corporation Address

Same Address as 1348 Washington Ave, Miami Beach, Pl 33139 Add; 1348 Washington Ave #130, Miami Beach, Pl 33139 .

SECOND: 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:

THIRD:	The date of each amendment's adoption: 11-24-04	
FOURTH: 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.	
{	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	
1	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
;	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.	
Signed this 24 day of November 2004. Signature Calabasa Revent		
	tBy the Chairman of 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)	