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MICHAEL S. WANTUCK 2500 EAST LAS OLAS BLVD., No.1604 FT. LAUDERDALE, FL 33301 TEL 917-225-5362 MWANTUCK@AOL.COM

February 28, 2002

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 Attn: Amendments Section

RE: Monarch Esquire, Inc.

Document No. P01000089725

Dear Division of Corporations:

Enclosed please find the completed form for articles of amendment (the "Amendment") for the above-referenced corporation, together with a copy of said corporation's Articles of Incorporation and the necessary filing fees for the Amendment (\$35) and for one (1) certified copy of the Amendment (\$8.75) in the total amount of \$43.75 payable to Department of State.

For your reference, I have also attached a copy of my bill from CSC, confirming the availability of name to which the above-referenced corporation shall be amended or changed (i.e., Monarch Films, Inc.).

Please forward to me a certified copy of the Amendment at the return address indicated above.

If you have any questions or require additional information, please contact medirectly at the telephone number also indicated above.

Many thanks for your prompt attention to this matter.

Yours sincerely,

Michael S. Wantuck

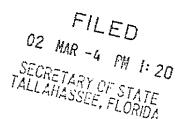
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



MONARCH ESQUIRE, INC.

P01000089725

(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)

Article I - NAME is amended to state as follows: The name of the corporation shall be: MONARCH FILMS, INC.

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: T	ne date of each amendment's adoption: Teleman 20, 1002
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(voting group)
×	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 20th day of February 2002
Signature	(By the Chairman or Vice Chairman of the Board of Pirectors, 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)
	MICHAEL S. WANTUCK (Typed or printed name)
	PRESIDENT/Director