

Division of Corporations

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PB1000108797

Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850)205-0380

From:

Account Name : ARAZOZA, COMAS, DE TORRES & FERNANDEZ-FRAGA, P.A.

Account Number : 076624003440

Phone : (305)444-6226

Fax Number : (305)442-4829

BASIC AMENDMENT

TOP PRODUCTIONS, INC.

Certificate of Status	1
Certified Copy	0
Page Count	02
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 9, 2002

TOP PRODUCTIONS, INC.
8798 SW 8TH STREET
MIAMI, FL 33174

SUBJECT: TOP PRODUCTIONS, INC.
REF: PO1000108797

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H02000077295
Letter Number: 202A00020955

APR 09 2002 11:38AM ARAZOZA & FERNANDEZ-FRAGA 305-442-4829
APR 03 2002 11:59AM ARAZOZA & FERNANDEZ-FRAGA 305-442-4829

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**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION
OF TOP PRODUCTIONS, INC.**

The undersigned, as all the shareholders and directors of TOP PRODUCTIONS INC., a Florida Corporation, do hereby make the following amendment to the Articles of Incorporation and By-Laws of this Corporation, by unanimous written consent of the shareholders and directors as authorized by the Florida General Corporation Act.

RESOLVED as follows:

FIRST: The following amendments to the Articles of Incorporation were adopted by the Corporation

Article VIII - OFFICERS

The names offices and addresses of the officers which shall serve until their replacements assume their positions are:

<u>Office</u>	<u>Name</u>	<u>Address</u>
President/Secretary	MANUEL FERNANDO FUENMAYOR	8798 SW 8 th Street Miami, Fl 33174
Treasurer	ANTOLIN DEL COLLADO	8798 SW 8 th Street Miami, Fl 33174

SECOND: The amendment was adopted by the shareholders and directors of the Corporation on the 4 day of April, 2002.


MANUEL FERNANDO FUENMAYOR
Shareholder/Director

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STATE OF FLORIDA)
COUNTY OF DADE) SS.

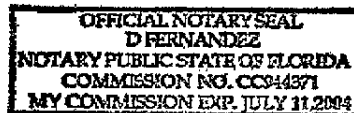
Before me, the undersigned authority personally appeared Manuel Fernando Fuenmayor, as Shareholder/Director of TOP PRODUCTIONS, INC., a Florida corporation, to me well known to be the person who executed the foregoing articles of amendment to Articles of Incorporation, and acknowledge before me, according to law, that they made and subscribed the same for the purposes therein mentioned and set forth.

4th IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of April, 2002.


NOTARY PUBLIC

My Commission Expires:

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