200030 Division of Corporations

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

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From:

Account Name

: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

: (305)634-3694

···: (305)633**-**9696

BASIC AMENDMENT

CALIENTE RECORDS, INC.

Certificate of Status	0
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Page Count	03
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 CALIENTE RECORDS, INC.	
 CALIENTE RECORDS, INC.	
(present name)	
P02000030879	

(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)

To DELETE Jorge Jr Garces as president of Caliente Records, Inc. To DELETE Jorge E Garces as V/P of Caliente Records, Inc.

To ADD Jorge E Garces as President of Caliente Records, Inc. To ADD Jorge Jr Garces as Secretary of Caliente Records, Inc. To ADD Carlos Gutierrez as V/P of Caliente Records, Inc. 14610 SW 98 Terr Miami, Fl 33186

SECRETARY OF STATE STORES OF CORPORATIONS

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:

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THIRD:	The date of each amendment's adoption: JULY 12, 2002
FOURTE	: Adoption of Amendment(s) (CHECK ONE)
X2	The amendment(s) was/were approved by the shareholders. The number of votes east 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 east for the amendment(s) was/were sufficient for approval by"
	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.
Signature_	Signed this 12 day of JULY 2002 (By the Chairman or Vice Chairman of the Source of Directors, President or other offices if adopted by the shareholders) OR (By a director if adopted by the directors)
	OR .
	(By an incorporator if adopted by the incorporators)
	TORCE E GARCES (Typed or printed same)
	PRESIDENT (TiRe)
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