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BASIC AMENDMENT

SHOWTIME AUDIO & VIDEO INC.

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Amend  
WJm  
9/23/04

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
SHOWTIME AUDIO & VIDEO INC.**

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Pursuant to section 607-1006, Florida Statute, the Undersigned Corporation adopts the following articles of amendment to its articles of incorporation.

**FIRST:** The Corporation adopted the following amendment to the articles of incorporation:

**ARTICLE I:** The name of the corporation should be  
**SHOWTIME AUDIO & VIDEO INC.**

**ARTICLE VII -** The new address is: 4203 PONCE DE LEON BLVD - SUITE 200 -  
CORAL GABLES, FL 33146.

**ARTICLE IX:** The NEW names and post office of the members of the first board of  
directors and state of corporate officers are as follows: 4203 PONCE DE LEON BLVD  
- SUITE 200 - CORAL GABLES, FL 33146

**HELDER MESQUITA  
PRESIDENT**

**16252 NW 20<sup>TH</sup> STREET  
PEMBROKE PINES, FL 33028**

**LILIANA O. MESQUITA  
VICE PRESIDENT**

**16252 NW 20<sup>TH</sup> STREET  
PEMBROKE PINES, FL 33028**

**WALTER M. MESQUITA  
DIRECTOR**

**1375 SW 101 STREET WAY- BL 6 APT 304  
PEMBROKE PINES, FL 33025**

**SECOND:** The amendment was adopted by all shareholders of the corporation on the  
**12<sup>TH</sup> DAY OF AUGUST 2004**

  
**HELDER MESQUITA  
PRESIDENT**