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(Requestor's Name)

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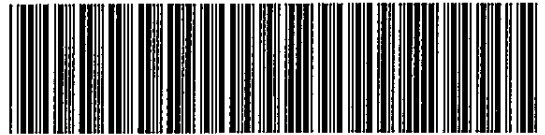
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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OF COUNSEL:
PAUL J. NICOLETTI, P.A.
BLOCK & COLUCCI, P.C.
LAW OFFICES OF LAWRENCE W. DUFFY

October 24, 2002

Corporation Division
Department of State
P.O. Box 6327
Tallahassee, FL 32314

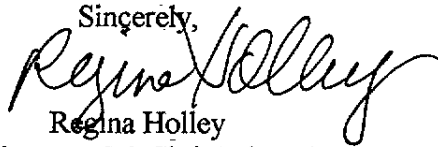
Re: Somma & Associates Entertainment, Inc.

Dear Sirs/Madam:

Enclosed please find an Amendment to Articles of Incorporation in connection with the referenced corporation. Also enclosed is our firm's check in the amount of \$35.00 representing the filing fee for said amendment.

If you have any questions concerning the contents of this letter, or the enclosed articles of incorporation, please do not hesitate to call.

Sincerely,



Regina Holley

Legal Assistant to M. Chris Edwards, Esq.

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AMENDMENT TO ARTICLES OF INCORPORATION
OF
SOMMA & ASSOCIATES ENTERTAINMENT, INC.

WHEREAS, the Directors and Shareholders of SOMMA & ASSOCIATES ENTERTAINMENT, INC., a Florida Corporation, have approved and adopted this 24 day of October, 2002, subject to the approval thereof by the Secretary of State of Florida, amendments to Articles III, IV and VI of its Articles of Incorporation.

NOW THEREFORE, it is provided that ARTICLE I and ARTICLE IV of the Articles of Incorporation shall be amended, and that subsequent to said amendments, said Articles shall provide as follows:

ARTICLE I

Name

The name of this corporation shall be SOMMA & MALACARNE ENTERTAINMENT, INC.

ARTICLE IV

Capital Stock

This corporation is authorized to issue 20,000,000 shares of no par value common stock, which shall be designated "Common Shares."

IN WITNESS WHEREOF, we the undersigned, President and Secretary, have hereunto set our hands and seal this 24 day of October, 2002.

SOMMA & ASSOCIATES ENTERTAINMENT,
INC.

By: Jerry J. Somma
Jerry Somma, President

ATTEST:

M. Chris Edwards
M. Chris Edwards, Secretary

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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