

P02000062472

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 JUN -2 PM 3:15

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~~FRANKLIN~~ N/C

V SHEPARD JUN 2 2003

March 3, 2003


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

Enclosed please find the following:

- Two copies of the Article of Amendment to the Article of Incorporation of Brainstorm Group, Inc. Document Number of Corporation P02000062472
- A check for \$ 35.00

Would you kindly proceed with the Amendment and return one copy for our records.

Thank you.



Juan Pablo Zueta
6940 Town Harbor Blvd Apt 2423
Boca Raton, FL 33433
561-338-0934

March 3, 2003

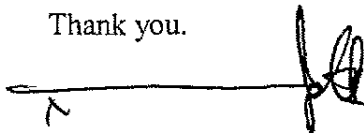
Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Enclosed please find the following:

- Two copies of the Article of Amendment to the Article of Incorporation of Brainstorm Group, Inc. Document Number of Corporation P02000062472
- A check for \$ 35.00 (already sent)

Would you kindly proceed with the Amendment and return one copy for our records.

Thank you.

A handwritten signature in black ink, appearing to be 'JP Zueta', is written over a horizontal line.

Juan Pablo Zueta
6940 Town Harbor Blvd Apt 2423
Boca Raton, FL 33433
561-338-0934



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

March 21, 2003

JUAN PABLO ZUETA
6940 TOWN HARBOR BLVD., APT. 2423
BOCA RATON, FL 33433

SUBJECT: BRAINSTORM GROUP, INC.
Ref. Number: P02000062472

We have received your document for BRAINSTORM GROUP, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

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

Velma Shepard

Rec'd 5/6



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

May 6, 2003

JUANN PABLO ZUETA
6940 TOWN HARBOR BLVD., APT. 2423
BOCA RATON, FL 33433

SUBJECT: BRAINSTORM GROUP, INC.
Ref. Number: P02000062472

We have received your document for BRAINSTORM GROUP, INC. and your check(s) totalling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

The date of adoption of each amendment must be included in the document.

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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) 245-6909.

RECEIVED
03 JUN - 2 AM 9:10
DIVISION OF CORPORATIONS

May 23, 2003

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl 32314

Enclosed please find the following:

- Two copies of the Article of Amendment to the Article of Incorporation of Brainstorm Group, Inc. Document Number of Corporation P02000062472

Would you kindly proceed with the Amendment and return one copy for our records.

Thank you.



Juan Pablo Zueta
6940 Town Harbor Blvd Apt 2423
Boca Raton, Fl 33433
561-338-0934

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
BRAINSTORM GROUP, INC.
P02000062472

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 JUN -2 PM 3: 15

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: Amendments adopted:

ARTICLE ONE
NAME OF CORPORATION

The name of the corporation is, URBAN STUDIOS, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment not contained in the amendment itself, are as follows:


N/A

THIRD: The date of the amendment's adoption is May 23, 2003

FOURTH: Adoption of Amendment.

The amendment was adopted by the Incorporator without shareholder action and shareholder action was not required.

Signed this 25 day of May, 2003



Juan Pablo Zuetta
Incorporator