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BASIC AMENDMENT

MATRIX AUDIO, INC.

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ELORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

July 28, 2003

MATRIX AUDIO, INC. 120 CUMBERLAND PARK DR STE. 204 BAINT AUGUSTINE, FL 32095

SUBJECT: MATRIX AUDIO, INC.

REP: P02000065232

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 amendment must be signed by an incorporator if adopted by the incorporators.

Please return your document, along with a copy of this letter, within 50 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown Document Specialist FAX Aud. #: 803000240687 Letter Number: 603A00043496

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CAPITAL CONNECTION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

Matrix Audio, Inc.

(present name)

P02000065232

(Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following unficies of amenament to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Article I is amended to read:

The name of the corporation is Matrxx Audio, Inc.

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:

THIRD: T	he date of each am	endment's adoption: 7/22/03
FOURTH:	Adoption of Amer	ndment(s) (CHECK ONE)
0	The amendments for the amendm	s) was/were approved by the shareholders. The number of votes cast ent(s) was/were sufficient for approval.
D	The amendment The following st separately on the	(s) was/were approved by the shareholders through voting groups. atement must be separately provided for each voting group entitled to vote amendment(s):
		mber of votes east for the amendment(s) was/were sufficient roval by,"
		facility Stories
	The amendment action and share	(s) was/were adopted by the board of directors without shareholder holder action was not required.
森	The amendment shareholder act	(s) was/were adopted by the incorporators without shareholder action and ion was not required.
, ·	Signed this 2	2x day of July 2003
Signatute	Charles Chairman	y Vice Chairman of the Board of Directors, President or other offices if adopted by
	the shareholders)	
		OR
		(By a director if adopted by the directors)
		OR
	(Ву	an incorporator if adopted by the incorporators)
		Barry Coleman
		(Typed or printed name)
		Incorporator
	 	(13de)
		: