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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/24/04
Amend
[Handwritten signature]

THE DANDRIDGE FIRM, LLC

6215 East Lake Drive

Haslett, MI 48840

TELEPHONE (305) 401-7638 * FAX (517) 339-9664

August 16, 2004

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed please find Articles of Amendment to the Articles of Incorporation and a check or money order for filing fees for the following:

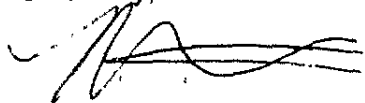
Company name	Amount
GOOD TIME ENTERTAINMENT, INC.	\$35.00

Please file the amendment and return a copy of the amendment to the following address:

DWAYNE T HOLLOWAY
GOOD TIME ENTERTAINMENT, INC.
6231 N.W. 201st STREET
MIAMI FL 33015

Please feel free to contact me with any further questions.

Sincerely,



Nicole S. Dandridge, Esq.

NICOLE
S.
DANDRIDGE

ATTORNEY
AT
LAW

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
GOOD TIME ENTERTAINMENT, INC.**

Pursuant to the provisions of Chapter 607.1006 et seq. of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is **GOOD TIME ENTERTAINMENT, INC.**
2. The following amendment to the Articles of Incorporation were adopted by the Board of Directors of the corporation on September 1, 2004, in the manner prescribed by the Florida business Corporation Act:

ARTICLE VIII: BOARD OF DIRECTORS is hereby amended to indicate that **ANTHONY ROBINSON**, located at 5090 N.W. 195TH TERRACE MIAMI FL 33055 shall now be removed from the board of directors of the above named corporation.

3. The shareholders are not required to vote on the amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I, **DWAYNE HOLLOWAY**, President and Director of **GOOD TIME ENTERTAINMENT, INC.**, have signed these Articles of Amendment on this 1ST day of September, 2004, and acknowledge the same to be my act.


DWAYNE HOLLOWAY

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA