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BASIC AMENDMENT

JVC ENTERTAINMENT TV #2, INC.

Certificate of Status	0
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OZOEC ZO PHIZ: 38 LLAHASSFE, FLORIDA

Articles of Amendment to Articles of Incorporation of

JVC Entertainment TV # 2, Inc. (present name)

> P02000088673 (document number)

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

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of the directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The names of each member of the Corporation's Board of Directors are:

Joaquin Cuadra, President	30%
Nicanor Cordova, Secretary & Treasurer	30%
Julio Vanegas Gonzalez, Vice-President	40%

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:

Article III. Capital Stock

The Carporation shall have the authority to issue 25000 shares of common stock, par value of \$ 1.00 per share.

Joaquin Cuadra, President	\$ 7,500.00
Nicanor Cordova, Secretary & Treasurer	7,500.00
Julio Vanegas Gonzalez, Vice-President	10,000,00
Total	\$ 25,000.00

THIRD: Th	c data; of each amendment's adoption: <u>December 19, 2002</u>
FOURTH: A	Adoption of Amendment(s) (CHECK ONE)
×	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Q	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by (voting group)
. 🗖	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
u ·	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signatura	By the Chaliffran or Vice Chartrian of the Board of Directors, Freedom or other office it adopted by
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Joaquin Cuadra (Lyped or printed name)
	President
	(THe)