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To whom it may concern,

Enclosed you will find a "Articles Of Amendment To Articles Of Incorporation" to change our corporate name from Alliance Filmworks, Inc. to Alliance International, Inc. Our contact number is (954) 437-7887 and address is P.O. Box 823208 South Florida, Fl. 33082

Sincerely, Gregory J. Zanfardíno Gregory J. Zanfardino

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

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Alliance Filmworks, Inc.

(present name)

Pozooc 11 0 353

(Document Number of Corporation (If known)

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(s) being amended, added or deleted)

Article (1) ONE Change corporate Name From: Alliance Filmworks, Inc To: Alliance International, Inc

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:

NIA

THIRD:	The date of each amendment's adoption: 06/15/2003		
FOURTH;	Adoption of Amendment(s) (CHECK ONE)		
X	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	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 east for the amendment(s) was/were sufficient for approval by"		
	for approval by		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this 17 day of Jure 2003		
Signature_	Jan freident		
Signature	(By the Jarman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)		
	OR		
	(By a director if adopted by the directors)		
	OR		
	(By an incorporator if adopted by the incorporators)		
	Gregory J. Zaufardino (Typed or printed name)		
	ROES DENT		
	(Title)		