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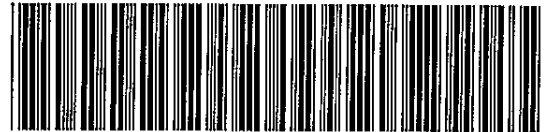
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500013132175

Viva Media Group, Inc.
3413 Winifred Row Ln #104
Naples, FL 34110

03/03/03--01033--021 **43.75

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Amend.

V SHEPARD MAR 10 2003

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ATX1
FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
03 MAR -3 PM 3:46

VIVA MEDIA GROUP, INC.

(present name)

P02000121373

(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 II, PRINCIPAL OFFICE:, SHALL BE AMENDED TO SHOW THE FOLLOWING ADDRESS AS THE CORPORATION PRINCIPAL ADDRESS:

3413 WINIFRED ROW LANE #104, NAPLES, FL 34116

ARTICLE VII, INITIAL DIRECTORS:, SHALL BE AMENDED TO SHOW ROBERTO A FERRER, WITH ADDRESS AT :
3413 WINIFRED ROW LANE #104, NAPLES, FL 34116, AS BEING THE PRESIDENT, AS WELL AS THE SECRETARY AND
TREASURER, AND DIRECTOR, AS ROSARIO NATALIA HARDING HAS SUBMITTED HER RESIGNATION AS PRESIDENT
AND THE BOARD HAS ACCEPTED IT. *Regis. i*

AND THAT ROBERTO A FERRER, ACCEPTS THE DESIGNATION AS REGISTERED AGENT AND AGREES TO COMPLY WITH PROVISIONS OF LAWS APPLICABLE TO SAID DESIGNATION

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:

NOT APPLICABLE

THIRD: The date of each amendment's adoption: 12/28/2002

FOURTH: 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.
- 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.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 28th day of FEB, 2003

Signature [Handwritten Signature]
(By the Chairman 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)

ROBERTO A FERRER
(Typed or printed name)

VICE-PRESIDENT / Registered Agent
(Title)

Sworn to and Subscribed before me this 28th
day of FEB, 2003, in Naples, Fla.

[Handwritten Signature]
S. J. GARDENAS

