

P03000144121

(Requestor's Name)

K.M.

BRANT, ABRAHAM, REITER & MCCORMICK

ATTORNEYS AND COUNSELLORS  
50 North Laura Street - Suite 2750  
P.O. Box 4548 - Jacksonville, FL 32201-4548

(City/State/Zip/Phone #)

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(Business Entity Name)

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FILED  
04 APR -5 PM 2:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMEND  
DEC  
9/13

# Under Earth Records, Inc.

Trey@UnderEarthRecords.com

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

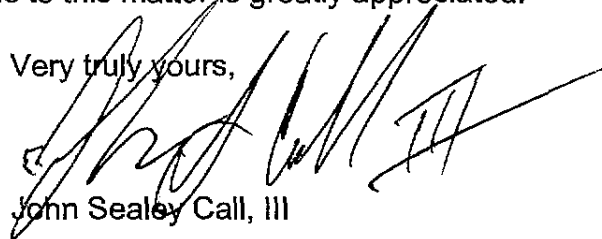
Re: Under Earth Records, Inc. Articles of Amendment

Dear Sir/Madam:

Enclosed are two (2) originals of the Articles of Amendment for Under Earth Records, Inc., along with a cashier's check in the amount of \$43.75. Please file the Articles of Amendment as soon as possible upon receipt and return a certified copy to our office by U.S. mail.

Your prompt assistance in regards to this matter is greatly appreciated.

Very truly yours,



John Sealey Call, III

JSC3/stc  
Encls.

2633 Pine Summit Drive East  
Jacksonville, FL 32211-4046

ARTICLES OF AMENDMENT  
UNDER EARTH RECORDS, INC.

FILED  
04 APR -5 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

These Articles of Amendment are filed pursuant to Florida Statute Section 607.1006, to reflect an amendment to the Articles of Incorporation of UNDER EARTH RECORDS, INC., and in connection therewith, the undersigned officers, acting upon authority of the Board of Directors of UNDER EARTH RECORDS, INC., and upon authority of all of the shareholders of this Corporation, hereby set forth as follows:

1. The name of this Corporation is UNDER EARTH RECORDS, INC.
2. The Articles of Incorporation of UNDER EARTH RECORDS, INC. have been amended by deleting Article III in its entirety and by substituting in lieu thereof the following Article:

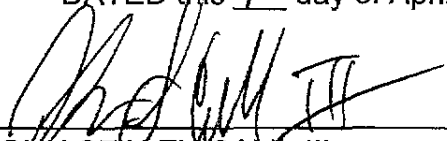
"ARTICLE III. - CAPITAL STOCK


The authorized capital of this Corporation shall be 100,000 shares of the common stock at a par value of \$1.00 per share."

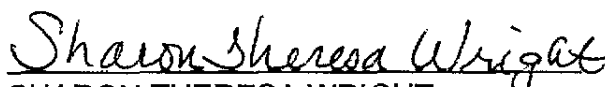
3. In accordance with Florida Statute Section 607.1003, the referred to amendment was adopted by the Board of Directors on March 31, 2004, and written consent to the said Amendment was given on March 31, 2004, by the holders of a majority of the shares entitled to vote thereon.

4. Upon the filing of these Articles of Amendment by the Department of State, the above referred to amendment shall become effective and the Articles of Incorporation of UNDER EARTH RECORDS, INC. shall be deemed to be amended accordingly.

DATED this 1<sup>st</sup> day of April, 2004.

  
JOHN SEALEY CALL, III  
President

  
MICHAEL McRAE CALL  
Vice-President

  
SHARON THERESA WRIGHT  
Secretary/Treasurer