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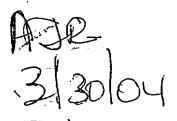


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LAZARUS CORPORATE FILING	SERVICE			
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CORPORATION NAME(S) & DOC	UMENT NUMBI	ER(S) (if known):		
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NEW FILINGS	AMENDMEN	TS		
Profit	Amendment		<u></u>	
NonProfit	Resignation of R.A	, Officer/Director		
. Limited Liability	Change of Registers	ed Agent		
Domestication	Dissolution/Withdra	wal		
Other	Merger			
				
OTHER FILINGS	REGISTRATION			
Annual Report	QUALIFICATION	<u> </u>		
Fictitious Name	Foreign			
Name Reservation	Limited Partnership			
	Reinstatement			
	Trademark			
	Other		Examiner's Initials	

CR2E031(9/92)

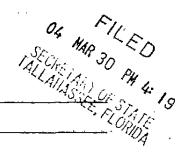
ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF.

B4DN RECORDS, INC.



(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendments to its articles of incorporation;

FIRST:

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

added or deleted)

ARTICLE II: The principal Office of the Corporation shall be:

6801 N.W. 77 Ave Ste. 109 Miami, Fl 33166

ARTICLE V: The officers and Directors and their address are:

Jose R Echeandia - President

6801 N.W. 77 Ave Ste. 109

Miami, Fl 33166

Iris Jarquin - Vice President

6801 N.W. 77 Ave Ste. 109

Miami, Fl 33166 Secretary

Felicita Espada - Vice President 6801 N.W. 77 Ave Ste. 109

Miami, Fl 33166

ARTICLE VI: The Registered Agent and his address are:

Jose R Echeandia 6801 N.W. 77 Ave Ste. 109 Miami, Fl 33166

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:

THIRD: The date of each amendment's adoption: March 26, 2004
FOURTH: Adoption of Amendment(s) (check one)
The amendment(s) was/were approved by the shareholders. The number of of votes 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)
X 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 26 day of March , xx2004.
Signature September
(By the 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)
JOSE R ECHEANDIA
Typed or printed name
PRESIDENT - DIRECTOR
Title
HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS

I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGHTIONS MY POSITION AS REGISTERED AGENT.

SIGNATURE