

P04000025225

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Amend.

9.000000 JAN 05 2005

BENJAMIN, CERTAIN & LOMAX, P.A.
ATTORNEYS AT LAW

December 22, 2004

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: CDF Records, Inc.

To Whom It May Concern:

Please find enclosed the Amended Articles of Incorporation for the above listed Profit Corporation. The document number for this corporation is P04000025225. Additionally enclosed is a check in the amount of \$35 for fees applicable to these amendments. If there are any questions or concerns regarding these amendments please contact me at the information listed below.

Sincerely,


Nicole Benjamin
Attorney at Law

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
FOR CDF RECORDS, INC.**

Pursuant to the Fla. Statutes Section 607.1006 this Profit Corporation adopts the following as amendments to the previously filed Articles of Incorporation:

Article 2 of the Articles of Incorporation has been amended and shall now and henceforth read as follows:

The address where the principal office of the Corporation is to be located is:
3311 Pershing Street
Kissimmee, FL 34741

Article 5 of the Articles of Incorporation has been amended and shall now and henceforth read as follows:

The name and address of the officers of the Corporation are as follows:

Clifton Foster- President
3311 Pershing Street
Kissimmee, FL 34741

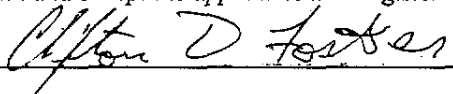
Peter Brown-Vice President/Secretary
3311 Pershing Street
Kissimmee, FL 34741

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TALLAHASSEE, FL 32399

Article 6 of the Articles of Incorporation has been amended and shall now and henceforth read as follows:

The name and address of the registered agent is
Clifton Foster
3311 Pershing Street
Kissimmee, FL 34741

Having been named as registered agent to accept services of process for the above stated corporation at the designated address, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



These amendments were accepted and adopted by the Board of Directors without action of shareholders, as there was no action required of them.

These amendments were adopted on December 19, 2004 and shall become effective immediately.

Signed this 22 day of December, 2004



Clifton Foster- President