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Minder

RICHARD N. CLARVIT, P.A.

ATTORNEY AT LAW

EDWARD A. ABRAMSON, ESQ. OF COUNSEL

1313 N.E. 125 STREET NORTH MIAMI, FLORIDA 33161 DADE (305)893-4135 BROWARD (954)921-4026 FAX (305)893-4173

May 19, 2004

Secretary of State Amendment Section Division of Corporations PO BOX 6327 Tallahassee FL 32314

Re: Fidelity Multimedia, Inc.

To Whom It May Concern:

Enclosed are Articles of Amendment together with a Money Order in the sum of \$35.00 and an extra copy and self addressed envelope to stamp "received" and return to the undersigned.

Should you have any questions or require further information, please do not hesitate to contact the undersigned. I can be reached at (954)829-6053.

Very truly yours,

RICHARD N. CLARVIT, P.A.

Adriana Bukstel, Legal Asst to

RICHARD N. CLARVIT, ESQ.

/ab

Enclosure

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

	FIDELITY	MULTIMEDIA, INC.			
	(present name)			
	P04000	026564			
	(Document Numb	per of Corporation (If known)	_		
	ions of section 607,1000 famendment to its articl	5, Florida Statutes, this Florid les of incorporation:	la profit corporati	on adop	ots
FIRST: Amendment(s) adopted: (indicate art	icle number(s) being amended,	, added or deleted,) P	
Article II: The princip	oal place of business	address:	LAHA	04 MAY 27	1
16300 NE	19 Avenue, Suite 227	,	SS		4
North Mia	mi Beach FL 33162		E E	PH 2:	
Article VII: The	officer(s) and/or dire	ector(s) of the corporation is	FLORIDA s/are:	: : : : : : : : : : : : : : : : : : :	
VP: Mitchell Kurze	ncwyg, 19195 Mystic	Drive, #807, Aventura FL Point Drive, #807, Aventura Drive, #807, Aventura FL 3	33180 a FL 33180		

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:

THIRD:	The date of each amendment's adoption: 3/31/04					
FOURTH	: Adoption of Amendment(s) (CHECK ONE)					
7	The amendment(s) was/were approved by the shareholders. The number of votes east 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					
	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.					
Signature	Signed this 5th day of April , 2004.					
organica.	(By the Chairman or Vice Chairman of the Board of Directors, President or officer if adopted by the shareholders)					
OR						
(By a director if adopted by the directors)						
	OR					
	(By an incorporator if adopted by the incorporators)					
	Mitchell Kurzencwyg (Typed or printed name)					
	$\mathcal{L}_{\text{(Title)}}$					