

THE LAW FIRM OF KIM & LOWMAN, LLP

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February 15, 2005

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

RE: Articles of Amendment

Dear Division of Corporations:

Please find enclosed the original Articles of Incorporation for Miami Opera Tower Corp., Doc No. P04000074166. Also enclosed is a check for your fee of \$35.00 made payable to the Department of State. Please file this amendment in your records.

If you have any questions or need anything further, please contact me at 305-981-4477. Thank you.

Sincerely,



Marci Lowman, Esq.

cc: Bryan Halda

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF:

MIAMI OPERA TOWER CORP.
653 NE 76 STREET
MIAMI, FLORIDA 33138

FILED
05 FEB 18 PM 1:16
TALLAHASSEE FLORIDA
SECRETARY OF STATE

Pursuant to the provisions of Florida Statutes § 607.1006, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment(s) adopted: Article IV is amended, Articles IX, X and XI are added.

ARTICLE IV: CORPORATE SHAREHOLDERS

Of the one hundred (100) shares of the corporation, fifty (50) shares are owned by Bryan Halda of 653 NE 76 Street, Miami, Florida 33138, and fifty (50) shares are owned by Francis Jefferson Nowak, Jr. of 6214 Massachusetts Avenue, Bethesda, Maryland 20816.

All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IX: DURATION

This Corporation is to exist perpetually.

ARTICLE X: CORPORATE DEBT

The private property of the shareholders shall not be subject to the payment of any corporate debt to any extent whatsoever.

ARTICLE XI: POWERS OF DIRECTORS

The director(s)/officer(s) of the Corporation may transact business, borrow, lend, deal, buy or sell assets, and contract with the Corporation and with other persons competent and authorized to enter into contract to full extent but only subject to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

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: N/A.

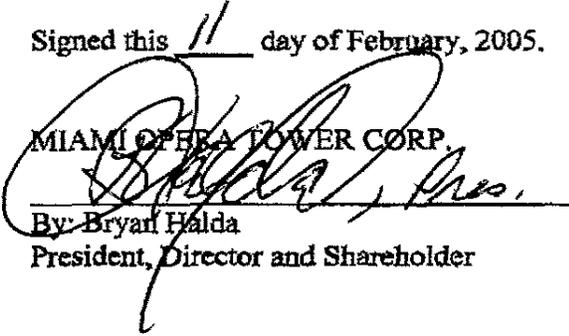
THIRD: This amendment is adopted on the date signed below.

FOURTH: Adoption of Amendment(s)

The foregoing amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 11 day of February, 2005.

MIAMI OPERA TOWER CORP.


By: Bryan Halda
President, Director and Shareholder