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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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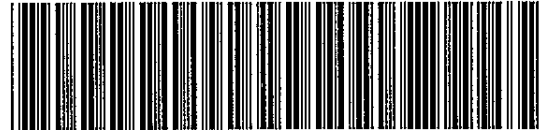
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

DEC 21 2005

Amen

**Falcon Films, Inc.**  
555 NE 15<sup>th</sup> Street, Suite 7712  
Miami, FL 33132

Department of State  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

October 1, 2005

Dear Amendment Section,

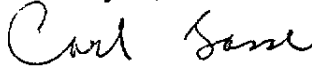
The name of my corporation is Falcon Films, Inc.. My E.I.N. number is 55-0867021. Please amend our articles of incorporation in accordance to the attached **Articles of Amendment to the Articles of Incorporation**.

Enclosed is a check in the amount of \$52.50 Payable to the Department of State;

- \$35.00 to cover the amendment fee
- \$17.50 to request two (2) certified copy of my company's amended articles of Incorporation.

Please forward these documents to Falcon Films, Inc. 555 NE 15<sup>th</sup> Street Suite 7712 Miami, FL 33132. If you have any questions please do not hesitate to call Carl Bosse at 305-789-0291.

Thank you,



Carl Bosse

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**FALCON FILMS, INC.**

**DOCUMENT NUMBER: P04000075777**

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**AMENDMENT(S):**

**ARTICLE II: PRINCIPLE OFFICE is hereby amended to read as follows:**

The principle place of business and mailing address of this corporation shall be: 555 NE 15<sup>th</sup> Street, Suite 7712, Miami, FL 33162.

**ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT is hereby amended to read as follows:**

The street address of the Corporation's initial registered office is: 555 NE 15<sup>th</sup> Street, Suite 7712, Miami, FL 33162. The Registered Agent remains as CARL BOSSE.

**ARTICLE VIII: INITIAL OFFICERS AND DIRECTORS is hereby amended to read as follow:**

The Corporation shall have seven (7) directors constituting the Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws. The initial Board of Directors of the Corporation shall be comprised of:

Carl Bosse (Chairman)  
555 NE 15th Street Suite 7712  
Miami, FL 33132

Ken Leader  
555 NE 15th Street Suite 7712  
Miami, FL 33132

Alex LeCount  
555 NE 15th Street Suite 7712  
Miami, FL 33132

Jacques C. Louis  
555 NE 15th Street Suite 7712  
Miami, FL 33132

Tony Castillo  
555 NE 15th Street Suite 7712  
Miami, FL 33132

Stanley Aimes  
10325 NW 7<sup>th</sup> Avenue  
Miami, FL 33150

Ronald Augustin  
10325 NW 7<sup>th</sup> Avenue  
Miami, FL 33150

The Officers of the Corporation are:

Jacques C. Louis  
Ken Leader  
Carl Bosse

President  
Senior Vice President  
Secretary/Treasurer

**ARTICLE X: SHAREHOLDERS OF THE CORPORATION is hereby added and reads as follows:**

<b><u>Shareholder</u></b>	<b><u>No. of Shares</u></b>	<b><u>Consideration</u></b>
Landmark Entertainment Committee, Inc.	585,000	Cash & Services
Stanley Aimes	157,500	Cash
Ronald Augustin	157,500	Cash

**DATE:** The date of the amendment's adoption is 10/1/05.

**ADOPTION OF AMENDMENT(S):** The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 1<sup>st</sup> day of October, 2005

  
\_\_\_\_\_  
CARL BOSSE, REGISTERED AGENT