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10:

Division of Corporations

Fax Number

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From:

Account Name : FAS-T CORP. AGENTS, INC.

Account Number : 071001002335 Phone : (305)599-0839 Fax Number : (305)716-0346 05 DEC -9 PH 4: 32
SECRETARY OF STATE ALL AHASSEE, FLORIO

BASIC AMENDMENT

MOVIE EMPIRE INC.

Certificate of Status	0
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Page Count	02
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION Of

MOVIE EMPIRE INC.

(Name of corporation as currently filed with the Florida Dept. of State)

Document No: P04000113108

Pursuant to the provisions of section 607.1006, Plorida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

New Corporate Name (if changing):

Amendments Adouted-

ARTICLE VII: OFFICER (S) AND DIRECTOR (S):

50%

Title: PTS
HECTOR D ZALDIVAR
880 WEST 74 ST APT #206
HLALEAH, FL 33144

ADD: Title: VP HECTOR M ZALDIVAR 880 WEST 74 ST APT #206 HIALEAH, FL 33144

50%

05 DEC -9 PH 43 32

I, HECTOR M ZALDIVAR, accept the obligation and responsibilities of the new changes.

Hector D Zaldivar - President Hector M Zaldivar Vice-President

Actoption of Amendment(s) (CHECK ONE)

[] The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders 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 antitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by."

Prepared by: Martinez Martinez & Associates P.A.
1550 West 84th Street Suite 78, Hislesh, Florida 33014
Phone: 305-558-4947 Pax: 305-821-9794
email address: muservic@bellsouth.net

(Voting group)

- [] The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- [x] The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 09 day of December 2005

Hector D Zaldivar

(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)