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Division of Corporations  
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BASIC AMENDMENT

ISLAND CITY ENTERTAINMENT, INC.

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**ARTICLES OF AMENDMENT**

**ISLAND CITY ENTERTAINMENT, INC.**

Pursuant to Florida Statutes Section 607.1006, the Articles of Incorporation of **ISLAND CITY ENTERTAINMENT, INC.**, are hereby amended as follows:

1. The Articles of Incorporation is hereby to change the Directors of the Corporation as follows:

**DIRECTORS**

The names and street addresses of the Board of Directors, who, subject to the provisions of these Articles of Incorporation, shall hold office for the calendar year 2005 or until their successors are elected and shall have qualified, are the following:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Jason Michael Charles	356 NE 21 Court Wilton Manors, Florida 33305
Sharedia Chevette Bryant	2421 Marina Bay Drive West Apt 207 Fort Lauderdale, Florida 33312
Giovanna Alanina Charles	2015 N 32 Ave Hollywood, FL 33021

2. The Articles of Incorporation are hereby amended to change the Officers of the Corporation as follows:

**INITIAL OFFICERS**

The names and street addresses of the Officers, who, subject to the provisions of these Articles of Incorporation, shall hold office for the calendar year 2005 or until their successors are elected and shall have qualified, are the following:

<b><u>NAME</u></b>	<b><u>TITLE</u></b>	<b><u>ADDRESS</u></b>
Jason Michael Charles	President	356 NE 21 Court Wilton Manors, Florida 33305



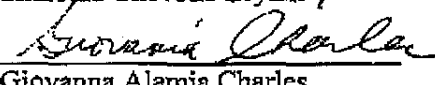
Sharedia Chevette Bryant Vice-President

2421 Marina Bay Drive West  
Apt 207  
Fort Lauderdale, Florida 33312

Giovanna Alamia Charles Secretary/Treasurer

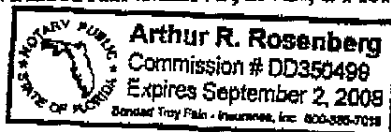
2015 N 32 Ave  
Hollywood, FL 33021 Florida 33325

2. The foregoing amendment was adopted by written consent of all the Stockholders and Directors entitled to vote thereon, pursuant to Florida Statutes §607.1003, at a meeting held on the 14 day of January 2005

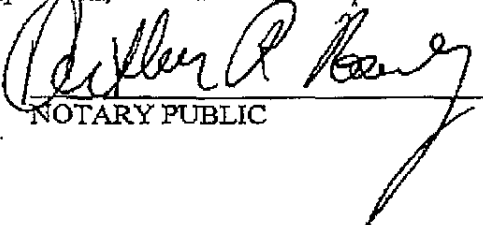
  
Jason Michael Charles  
  
Sharedia Chevette Bryant  
  
Giovanna Alamia Charles

STATE OF FLORIDA )  
: ss  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 14 day of January 2005, by Jason Michael Charles, the President and Shareholder of ISLAND CITY ENTERTAINMENT, INC., a Florida corporation, on behalf of the corporation.



My commission expires:

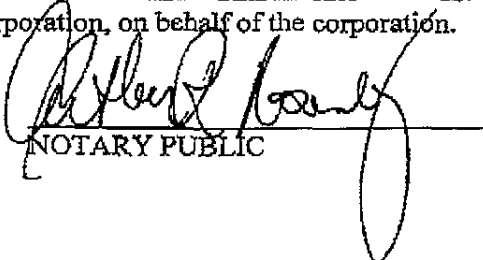
  
NOTARY PUBLIC

STATE OF FLORIDA )  
: ss  
COUNTY OF BROWARD )

The foregoing instrument was acknowledged before me this 14th day of January 2005, by Sharedia Chevette Bryant, the Vice-President and Shareholder of ISLAND CITY ENTERTAINMENT, INC., a Florida corporation, on behalf of the corporation.

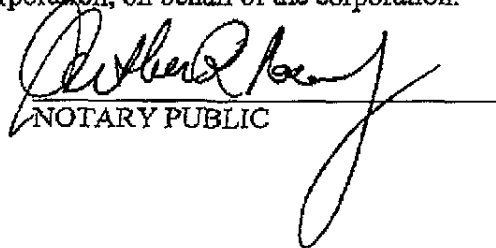


My commission expires:

  
NOTARY PUBLIC

STATE OF FLORIDA       )  
                                      : ss  
COUNTY OF BROWARD    )

The foregoing instrument was acknowledged before me this 17th day of January 2005, by Giovanna Alamia Charles, the Secretary and Shareholder of **ISLAND CITY ENTERTAINMENT, INC.**, a Florida corporation, on behalf of the corporation.

  
\_\_\_\_\_  
NOTARY PUBLIC

My commission expires:

