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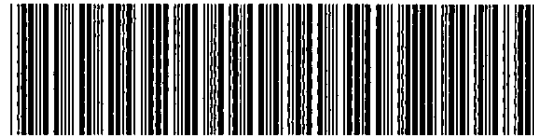
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Amend

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TALLAHASSEE, FLORIDA

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T. Roberts AUG 19 2008

DONNELLY & RUSSO, P.A.

ATTORNEYS AT LAW

3708 W. EUCLID AVENUE, TAMPA, FLORIDA 33629

SEAN V. DONNELLY*

JOSEPH C. RUSSO

*ALSO ADMITTED IN ILLINOIS

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(813) 832-9739 FAX

August 12, 2008

Secretary of State
Division of Corporations
Attn: Amendment Section
PO Box 6327
Tallahassee, Fl. 32314


Re: Filing of Articles of Amendment to Articles of Incorporation to
Channelside Cinemas, Inc.

To Whom It May Concern:

Please find enclosed the Articles of Amendment to Articles of Incorporation for the referenced corporation, along with a check in the amount of \$35.00 for the filing fees.

Thank you for your attention to this matter. If you have any questions, please feel free to contact me.

Sincerely,



Vikki Brown

Legal Assistant to Joseph C. Russo

Enc.

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CHANNELSIDE CINEMAS, INC.**

DOCUMENT #P05000039659

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CLERK OF DISTRICT COURT
ORLANDO, FLORIDA

Pursuant to the provisions of the Section 607.1006 of the Florida Statutes, this Florida Corporation adopts the following articles of amendment to its articles of incorporation:

1) MAILING ADDRESS:

**615 Channelside Drive
Tampa, Fl. 33602**

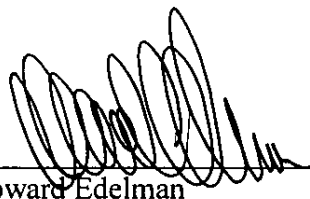
2) NAMES OF BOARD OF DIRECTORS AND OFFICERS:

- a) Howard Edelman – Director/President/Secretary
53 Hamlet Drive
Commack, NY 11725**
- b) Gonen Minuskin – Director/ Treasurer
25510 Prado DeAzul
Calabasas, CA 91302**

This amendment was approved by the Shareholders. The number of votes cast for the amendment by the Shareholders was sufficient for approval.

The date this amendment was adopted: July 11, 2008.

Signed this 7th day of August, 2008.



Howard Edelman
President/Director