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TALLAHASSEE FLORIDA

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Orangebox Entertainment, Inc.

DOCUMENT NUMBER: P05000066508

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Robert W. Pearce

(Name of Contact Person)

Orangebox Entertainment, Inc.

(Firm/ Company)

625 N. Flagler Drive, Suite 509

(Address)

West Palm Beach, FL 33401

(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Robert W. Pearce

(Name of Contact Person)

at (561) 820-2444

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

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

Street Address

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Articles of Amendment
to
Articles of Incorporation
of

Orangebox Entertainment, Inc.

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

P05000066508

(Document number of corporation (if known))

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

NEW CORPORATE NAME (if changing):

N/A

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article V - Registered Agent (see attachment) has changed to

Robert W. Pearce - 625 N. Flagler Drive, Suite 605, West Palm Beach, FL 33401

Article VII - Officers and Directors - Sandra Varela's title has changed to President and Director,

6565 Sunset Blvd., 2nd Floor, Hollywood, CA 90028 - Robert W. Pearce, CEO, Secretary,

Director, 625 N. Flagler Drive, Suite 509, West Palm Beach, FL 33401 - Matthew J. Cohen,

CFO, Treasurer, Director, 625 N. Flagler Drive, Suite 509, West Palm Beach, FL 33401

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

N/A

(continued)

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The date of each amendment(s) adoption: July 21, 2005

Effective date if applicable: July 21, 2005
(no more than 90 days after amendment file date)

Adoption 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 entitled to vote separately on the amendment(s):*

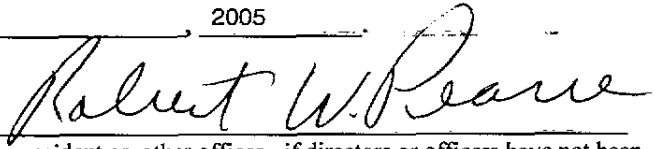
"The number of votes cast for the amendment(s) was/were sufficient for approval by

(voting group)"

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

Signed this 22nd day of July, 2005

Signature


(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)

Robert W. Pearce

(Typed or printed name of person signing)

CEO

(Title of person signing)

FILING FEE: \$35

Orangebox Entertainment, Inc. submits this statement for the purpose of changing its registered agent, in the State of Florida. I am familiar with, and accept the obligations of the registered agent.

Robert W. Pearce

07/22/05

Robert W. Pearce

Date