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05 AUG 31 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C. Coulllette SEP 02 2005

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION

**Q-Digital Home & Auto Sound, Inc.**  
**P05000068211**

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05 AUG 31 AM 9:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provision of section 607-1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted.

**ADD:**            **Patricio Mendez**            **V-President**            **50 Shares @ \$1.00**  
**per share**  
                    **249 Coral Wood Court**  
                    **Kissimmee, FL 34743**

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provision for implementing the amendment if not contained on the amendment itself, are as follows:

**CHANGE:**

THIRD: The date of the amendment(s) adoption: **August 29, 2005**

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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

Signed this 29 day of August, 2005

Signature: \_\_\_\_\_

(By the Chairman or Vice Chairman of the Board of Director, President or other officer adopted by the shareholders)

Name: **Julian Guerra**  
Title: **President**

Belair Services, Inc.  
1631 E. Vine St., Ste H  
Kissimmee, FL 34743  
(407) 944-9262