

PO600023735

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

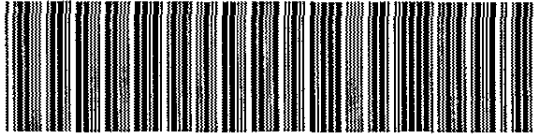
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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10/23/06--01030--004 **45.00

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Annexed to
10-23-06
Cap of Sta

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: TITANIC VIDEO GP CORP

DOCUMENT NUMBER: P06000023735

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

Please return all correspondence concerning this matter to the following:

GALIA PUPO

(Name of Contact Person)

TITANIC VIDEO GP CORP

(Firm/ Company)

1950 WEST FLAGLER STREET

(Address)

MIAMI,FLORIDA 33135

(City/ State and Zip Code)

For further information concerning this matter, please call:

ORIADA SERRA

(Name of Contact Person)

at (305) 644-4543

(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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Articles of Amendment
to
Articles of Incorporation
of**

TITANIC VIDEO GP CORP

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

P06000023735

(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):

NOT APPLICABLE

(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) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

CHANGE OF CORPORATE OFFICER:

NEW OFFICER: ORIADA SERRA - PRESIDENT

1950 WEST FLAGLER STREET MIAMI, FL 33135

DELETE: GALIA PUPO

(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)

100% SHARES - ORAIDA SERRA

(continued)

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ALLIANCE/FLORIDA
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The date of each amendment(s) adoption: AUGUST 10, 2006

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

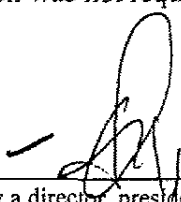
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

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)

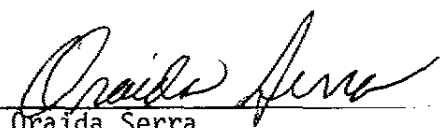
The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

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)

Galia Pupo
(Typed or printed name of person signing)

FORMER PRESIDENT: GALIA PUPO
(Title of person signing)

Accepted Position: 
Oraida Serra
President

FILING FEE: \$35

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TALLAHASSEE, FLORIDA