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TITANIC VIDEO INC.

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Amend @ n.18.07



July 17, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations

TITANIC VIDEO INC.
4739 W. FLAGLER ST.
MIAMI, FL 33126US

SUBJECT: TITANIC VIDEO INC.
REF: P06000025480

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TITANIC VIDEO INC.
Document number: P06000025480

Pursuant to the provisions of sections 607.0502, 617.1508 or 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation.

The new officers/directors and Registered Agent are as follows:

BEATRIZ SUAREZ, Pres/Sec/T

5025 SW 133 Court Dr.
Miami, Florida 33175

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SECRETARY OF CORPORATIONS
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I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

The street address of the business has not changed.

Such changes were authorized by the Stock Purchase and Sale Agreement which took place on July 11, 2007. All of the Officers and Directors authorized this transaction and all of the changes were hereby approved.

This amendment was adopted by the incorporators and only board of directors. There are no shareholders, so no shareholder action was required.

I have hereunto set my hand and seal at Miami, Florida, this 11th day of July, 2007.

BEATRIZ SUAREZ, as President,
Secretary, Treasurer and Registered Agent

Prepared By David A. Rosenblatt
Florida Bar No.: 253758
9190 Sunset Drive
Miami, Florida 33173
Telephone: (305) 595-3444

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