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To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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J & L VIDEO CORP

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H07000272221

ARTICLES OF AMENDMENT

TO

**ARTICLES OF INCORPORATION
OF**

J & L VIDEO CORP
(Present name)

P07000090793

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of incorporation:

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

ARTICLE VI

The board of Directors will be amended as follows:

ADDED:

GEOVANY CLARO CARDENAS
8442 Bird Road
Miami, Florida 33165

PRESIDENT/VICE-PRESIDENT

DELETE:

JUAN A. PEREZ
11750 SW 18th Street Apt. 126
Miami, Florida. 33175

ARTICLE VII

Shareholders will be amended as follows:

GEOVANY CLARO CARDENAS
8442 Bird Road
Miami, Florida 33165

100%

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

THIRD: The date of each amendment's adoption: 11/05/2007

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.

 The amendment(s) was/were adopted 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 shareholders 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 05th day of November of 2007

Signature



GEOVANY CLARO CARDENAS/President
D/L: C462-280-76-421-0

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