

P07000092988

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TALLAHASSEE, FLORIDA

5/8/08

SPIEGEL & UTRERA, P.A.

(Requestor's Name)

1840 SOUTHWEST 22 STREET, 4TH FLOOR

MIAMI, FL 33145 - (305) 854-6000

CORPORATION NAME(S) & DOCUMENT NUMBER(S)
(if known):

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1. **RHYTHMQWEST ENTERTAINMENT, INC.** **P07000092988**

(Corporation Name)

(Document #)

2.

(Corporation Name)

(Document #)

3.

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(Document #)

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AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RHYTHMQWEST ENTERTAINMENT, INC

FILED
2008 MAY -6 PM 3:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 7 of the Articles of Incorporation of RHYTHMQWEST ENTERTAINMENT, INC states:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TEN THOUSAND (10,000)** shares of common stock, each having the par value of **ONE CENT (\$.01)**.

SECOND: The corporate capitalization of RHYTHMQWEST ENTERTAINMENT, INC will be amended to state:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **FIFTY MILLION (50,000,000)** shares of common stock, each having the par value of **ONE HUNDREDTH OF A CENT (\$.0001)**.

THIRD: The date of the adoption of this amendment is the 11 April 2008.



SPIEGEL & UTRERA, P.A.

L A W Y E R S

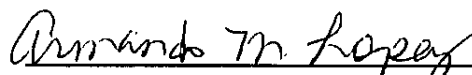
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MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

FOURTH: The Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.

FIFTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 11 April 2008


Armando M. Lopez, Chairman of the Board of
Directors



SPIEGEL & UTRERA, P.A.

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