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January 17, 2001

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Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Entertainment Resource Group, Inc.

Dear Sir/Madam:

Enclosed are the Articles of Amendment for the above-named corporation for filing with your office. Also enclosed is our check in the amount of \$43.75 covering the \$35.00 filing fee and \$8.75 for a Certificate of Status. Please return the Certificate of Status to us in the enclosed self-addressed, stamped envelope.

Thank you for your assistance in this matter.

Cordially yours,



Carter A. Bradford

CAB:jrp
Enclosures

FILED
01 JAN 19 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
103-23-01
n/c

ARTICLES OF AMENDMENT

OF

GRIPCO, INC.

1. Article I of the Articles of Incorporation of GRIPCO, INC. is hereby amended to read as follows:

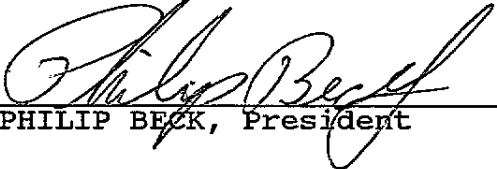
"Article I

The name of the Corporation shall be ENTERTAINMENT RESOURCE GROUP, INC."

2. The following amendment was adopted by the sole Stockholder and the sole Director of this corporation on July 6, 2000.

3. This Amendment shall be effective upon filing with the Department of State.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment this 16th day of July, 2000.


PHILIP BECK, President

FILED
01 JAN 19 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA