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ADORNO & ZEDER
A PROFESSIONAL ASSOCIATION

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FEDERAL EXPRESS

September 12, 2000

FACSIMILE
(305) 858-4777

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-09/12/00--01056--002
*****43.75 *****43.75

Star Dome Entertainment, Inc.
Articles of Amendment of the Articles of Incorporation

Ladies and Gentlemen:

Enclosed herein are the original Articles of Amendment of the Articles of Incorporation on behalf of the captioned company, changing its corporate name to Rail Events, Inc. Also enclosed is a check in the amount of \$43.75 to cover the requisite filing and certified copy fees. Please forward the certified copy of the Amendment to me in the enclosed prepaid, self-addressed Federal Express envelope. If you have any questions please call me at (305) 860-7362.

*NC Amend
9-21-00
WJS*

Sincerely,



Margaret O'D. Ryder
Legal Assistant

MOR

cc: Loretta A. Murphy (w/encls)

FLORIDA DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

00 SEP 12 AM 8:22

FILED

**ARTICLES OF AMENDMENT TO
THE ARTICLES OF INCORPORATION OF
STAR DOME ENTERTAINMENT, INC.**

FILED
00 SEP 12 AM 8:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

1. The name of this corporation is Star Dome Entertainment, Inc., a Florida corporation (the "Company"), whose principal office address is 2601 South Bayshore Drive, Suite 1600, Miami, Florida 33133.
2. Article I, of the Articles of Incorporation of Star Dome Entertainment, Inc. is hereby deleted in its entirety and amended to read as follows:

"ARTICLE I - NAME AND BUSINESS ADDRESS

The name and business address of this corporation is Rail Events, Inc. Its principal office address and business mailing address is 1390 South Dixie Highway, Coral Gables, Florida 33146."

3. The foregoing amendment was adopted by all the Shareholders of the Company on September 7, 2000, by unanimous written consent of such shareholders entitled to vote.
4. 100 shares of the Company's 1,000 authorized shares of common stock, par value \$1.00 per share, have been issued as of this date and as of the date of the adoption of the amendment.

IN WITNESS WHEREOF, the undersigned have duly executed the Articles of Amendment on this 8th day of September, 2000.

(Corporate Seal)

Star Dome Entertainment, Inc.

BY: *Allen C. Harper*
Allen C. Harper, President

AND BY: *Loretta A. Murphy*
Loretta A. Murphy, Secretary

STATE OF FLORIDA)
)
COUNTY OF MIAMI- DADE)

The foregoing instrument was acknowledged before me this 8th day of September, 2000 by Allen C. Harper and Loretta A. Murphy, the President and Secretary, respectively, of Star Dome Entertainment, Inc., a Florida corporation, on behalf of the corporation. They are personally known to me.

Margaret O'D. Ryder
Notary Public, State of Florida
Margaret O'D. Ryder

FILED
00 SEP 12 AM 8:22
CLERK OF STATE
TALLAHASSEE, FLORIDA

My Commission Expires: _____

(SEAL)

MOR/C.Incorp/311095/013428.0005



Margaret O'D. Ryder
MY COMMISSION # GC555590 EXPIRES
September 15, 2000
BONDED THRU TROY FAIR INSURANCE, INC.