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April 24, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300003228313--4

-04/28/00-01041-009

*****35.00 *****35.00

RE: AllStar Corporate Media, Inc.

Dear Sir:

Enclosed herewith please find an Amendment to the Articles of Incorporation of AllStar Corporate Media, Inc.

This document reflects a change in the corporate shares to 10,000 of common stock each share having a par value of \$1.00.

I have enclosed our firm check in the amount of \$35.00 to cover costs for same.

Thank you for your attention in this matter. If there are any questions concerning this filing, please contact the undersigned.

Sincerely,

James H. Richey, Esquire

*Amend
5-9-00
JHR*

JHR/gmc
Enclosure

STATE OF FLORIDA
TALLAHASSEE, FLORIDA

00 APR 28 PM 3:07

FILED

AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
ALLSTAR CORPORATE MEDIA, INC.

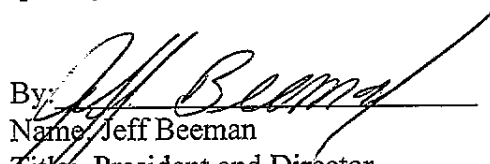
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00 APR 28 PM 3:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, and its Articles of Incorporation, the undersigned corporation adopts the following Amendment to its Articles of Incorporation, as originally filed with the Secretary of State of the State of Florida on June 24, 1994.

- I. The name of the Corporation is AllStar Corporate Media, Inc.
- II. The following amendment to the Articles of Incorporation was adopted by the corporation:
 - A. Article XI is hereby amended by altering it in its entirety so as to read:

ARTICLE XI - CORPORATE CAPITALIZATION

- I. The maximum number of shares that this corporation is authorized to have outstanding at any time is ten thousand shares (10,000) of common stock, each share having the par value of one dollar. (\$1.00)
- II. The amendment to the Articles of Incorporation was adopted pursuant to written consent in lieu of a Meeting of all the Board of Directors and Shareholders duly considered and executed.
- III. The above Amendment was adopted by all of the Shareholders and Board of Directors on the 31 day of March, 2000.

By: 
Name: Jeff Beeman
Title: President and Director