



THE UNITED STATES
CORPORATION
COMPANY

P94000070120

ACCOUNT NO. : 072100000032

REFERENCE : 867881

119520A

AUTHORIZATION :

COST LIMIT :

\$ 35.00

Patricia Pizit

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 JUN 24 PM 4:22

FILED

ORDER DATE : June 24, 1998

ORDER TIME : 3:10 PM

ORDER NO. : 867881-005

CUSTOMER NO: 119520A

CUSTOMER: Ms. Ivon Gallo
L & I Gallo Accounting
1200 Danbury Avenue

Davie, FL 33325

Amend

400002571724--6

DOMESTIC AMENDMENT FILING

NAME: FONO VIDEO PRODUCTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

98 JUN 24 PM 4:13

RECEIVED

DDK
6/25/98

FILED
98 JUN 24 PM 4:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FONO VIDEO PRODUCTIONS, INC.

PURSUANT TO THE PROVISIONS OF SECTION 607.1006., FLORIDA
STATUTES, THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF
AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED,

CHANGE ARTICLE VIII : TO CHANGE STATUES FROM
DIRECTOR TO PRESIDENT & VICE PRESIDENT: ALFREDO
SCHWARZ

SECOND: IF AN AMENDMENTS 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 06/23/98

FOURTH: ADOPTION OF AMENDMENT(S) (CHECK ONE)

_____ THE AMENDMENT(S) WAS/WERE ADOPTED BY THE
INCORPORATES WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.

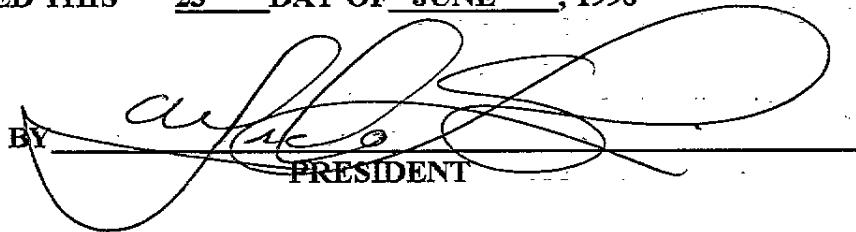
 X THE AMENDMENT(S) WAS/WERE ADOPTED BY THE BOARD
OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND
SHAREHOLDER ACTION WAS NOT REQUIRED.

_____ 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 APPROVED BY THE
SHAREHOLDERS THROUGH VOTING GROUPS.

THE NUMBER OF VOTES CAST FOR AMENDMENT(S) WAS/WERE
SUFFICIENT FOR APPROVAL BY ALFREDO SCHWARZ
(VOTING GROUP)

SIGNED THIS 23 DAY OF JUNE, 1998

BY  _____
PRESIDENT

ALFREDO SCHWARZ
PRESIDENT

FLORIDA DOCUMENT #H94000008968, INCORPORATED 09/23/94

FONO VIDEO PRODUCTIONS, INC.
9300 NW. 25TH STREET
MIAMI, FL 33172

ACCEPTING THE OFFICES OF,



PRESIDENT, ALFREDO SCHWARZ



VICE PRESIDENT, ALFREDO SCHWARZ