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DISTRIBUTION, INC. FILM DISTRIBUTION AND FUNDING

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

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NEW FILINGS	AMENDMENTS		PH PH
Profit	Amendment		PH 12: 4 Grund
NonProfit	Resignation of R.A., Officer/	Director	12: 4.1 13:15:16 10:00:15:16
Limited Liability	Change of Registered Agent		
Domestication	Dissolution/Withdrawal		
Other			

OTHER FILINGS

Annual Report Fictitious Name Name Reservation

REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other

Examiner's Initials

CR2E031(10/92)

3

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

GS OCT - 2 PH IZ: III

Inediamerica Distribution, July

12100 NEICTAVE. PORTK MIMM, Fl. 33/61

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: (indicate article number(s) being amended, added or deleted)

there was a meeting held on Seft 26, 1995
to élect a new Breident DAVID OLINEKY
3391 N. 40 thst. hollywood Fla 33021
Breat at the meeting was Risent Brent
C15 NE. 5th Lellenhale fla 53007
Who is Chairman of the Branch & Secq.
Who is Chairman of the Branch Agriculturely
At 3:15 Pm on Sept 26, 1995 David Olineky
Was Elected to be the President as agreed
by Risent Breat

SECOND: If an amendment 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:

9-26-1995

THIRD: The date of each amendment's adoption:

FO	URTH: Adoption of Amendment(s) (CHECK ONE)
図	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 following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	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 adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day 25th of sorten bear 19 75
	Signature
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	Robert Brent
	Types of printed name
	Chairman of the BOARS
	Title