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Division of Corporations Public Access System Katherine Harris, Secretary of State

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From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : Phone

072450003255

(305) 541-3694

Fax Number

(305) 541-3770

BASIC AMENDMENT

PROMPT IMPORT AND EXPORT INC.

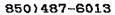
Certificate of Status	0
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1 of 2

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 14, 1999

PROMPT IMPORT AND EXPORT INC. 2617 NW 17TH LN POMPANO BEACH, FL 33064

SUBJECT: PROMPT IMPORT AND EXPORT INC.

REF: P95000029757

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The current name of the entity is as referenced above. Please correct your document accordingly.

Please indicate the name(s) of each voting group(s) entitled to vote on the amendment.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist FAX Aud. #: H99000008625
Letter Number: 299A00018756



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 13, 1999

PROMPT IMPORT AND EXPORT INC. 2617 NW 17TH LN POMPANO BEACH, FL 33064

SUBJECT: PROMPT IMPORT AND EXPORT INC.

REF: P95000029757

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please retain the last page of your document, ASSIGNMENT OF SUBSCRIPTION, for your records.

The third section, ADOPTION OF AMENDMENT, must be completed by checking the manner of adoption.

We received the fax audit sheet, the second and third pages of the document, however, the first page was not received.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell Corporate Specialist

FAX Aud. #: H99000008625 Letter Number: 699A00018649

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IVISION OF CORPORATION:

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

PROMPT IMPORT AND EXPORT INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation,

Amendment adopted: Exchange FIRST:

> Article I Article V Article XI

Article I Name

CIM Entertainment Store, Inc.

Board of Directors Article V

Address Name

8224 N.W. 68th ST Katia R. Moreira President - Vice President Miami, FL 33166

Secretary - Treasurer

Article XI Subscribers

This name and street addresses and the number or shares of stock subscribe to by each person signing these to by each person

signing these Articles of Corporation are:

Shares Address Name

8224 N.W. 68th ST 90%

Katia R. Moreira Miami, FL 33166

-10% 8224 N.W. 68th ST

Henrique Cunha Miami, FL 33166

PREPARED BY: ERNESTO HUERTAS, ACCOUNTANT E & V GREAT PROFESSIONAL, INC 5545 S.W. 8 ST Ste 207 MIAMI, FL 33134 TEL: (305) 265-1566

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SECOND:

The date of each amendment's adoption April 09, 1999

THIRD:

Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:

 "The number of votes cast for the amendment was/were sufficient for approval by Henrique Cunha.
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 09 day of April, 1999.

ignature Katia R

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Signature

Henrique Cunha

Director

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