P95000067725

CHRISTOPHER K. CASWELL, P.A.

Christopher K. Caswell (Admitted in FL and GA) Attorney and Counselor at Law

1215 N. Palm Avenue, Sarasota, FL 34236-6541 Telephone 941-366-7727 Fax 941-366-7478 Email Address: Caswell@Counsel.com

May 4, 1998

Secretary of State Division of Corporations P.O. Box 5588 Tallahassee, FL 32314

100002513301--7 -05/06/98-01019-030 *****35.00 ******35.00

RE: Movie Magic Collectibles, Inc. - Articles of Amendment to Articles of Incorporation

To Whom It May Concern:

Enclosed please find original Articles of Amendment to Articles of Incorporation regarding the above-referenced corporation. Also enclosed is a check in the amount of \$35.00 for the filing fee.

Thank you for your prompt response in the filing of the Articles of Amendment.

Very truly yours,

CHRISTOPHER K. CASWELL, P.

Christopher K. Caswell

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SECRETARY OF STATE
ALLAHASSEE, FLORIDA

Amend M

CHRISTOPHER K. CASWELL, P.A.

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June 4, 1998

Secretary of State Division of Corporations P.O. Box 5588 Tallahassee, FL 32314

Re: Amendment to Articles - Movie Magic Collectibles, Inc.

To Whom It May Concern:

Enclosed please find the original Articles of Amendment to the Articles of Incorporation for the above-referenced corporation. This was previously filed (along with filing fee paid) and returned to the undersigned, as explained in the attached response. The problem has been corrected in the attached original.

Please do not hesitate to contact me if you should have any questions.

Yours very truly,

CHRISTOPHER K. CASWELL, P.A.

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 6, 1998

CHRISTOPHER K. CASWELL, ESQ. 1215 N. PALM AVENUE SARASOTA, FL 34236-6541

SUBJECT: MOVIE MAGIC COLLECTIBLES, INC.

Ref. Number: P95000067725

We have received your document for MOVIE MAGIC COLLECTIBLES, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

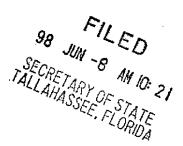
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 898A00024869

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF MOVIE MAGIC COLLECTIBLES, INC.



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

	FIRST:		Amendment(s) adopted:
N	rláwde	RESO	LVED: Article 1 is changed to read as follows:"The name of the Corporation is: BGC
		RESO! is:"219	LVED: Articles 2 and 3 are changed to provide that the mailing and principal office address 24 A1A Suite 106, Indian Harbor Beach, FL 32937"
	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: N/A
	THIRD:		The date of each amendment's adoption: April 27, 1998
	FOURTH:		Adoption of Amendment(s) (check one)
		The amendment(s) was/were adopted by the incorporators or board of directors w shareholder action and shareholder action was not required.	
	X The amendment(s) was/were approved by the shareholders. The number of vot amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups		nendment(s) was/were approved by the shareholders. The number of votes cast for the ment(s) was/were sufficient for approval.
			nendment(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 N/A (voting group)

Signed this 29th day of

Douglas Sharpe as sole shareholder and President of the Corporation