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February 20, 1997

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

500002098385--9
-02/26/97--01055--008
*****35.00 *****35.00

Re: Undersea Productions, Inc. / Swift Current Productions,
Inc.

Dear Sirs:

We enclose for filing the original and one copy of Articles of
Amendment for Undersea Productions, Inc.

Also enclosed is a check in the amount of \$35.00, payable to
the Florida Department of State, to cover the necessary filing
fees. Please file the original Articles and forward a copy to our
office with the date of filing indicated thereon in the enclosed
reply envelope.

Very truly yours,

Thomas V. Siciliano/gmc

Thomas V. Siciliano

TVS/jmc
enclosures

cc: John W. Chluski
(with enclosure)

mc

TLL FEB 27 1997

97 FEB 26 PM 3:03

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 FEB 26 PM 3:03

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
UNDERSEA PRODUCTIONS, 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:** The articles of incorporation are amended as follows:
The name of the corporation is hereby changed to
SWIFT CURRENT PRODUCTIONS, INC.
- SECOND:** The date of the foregoing amendment's adoption is February 20, 1997.
- THIRD:** The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 24 day of FEBRUARY 1997.

UNDERSEA PRODUCTIONS, INC.

By: 
John W. Chluski
President