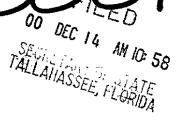
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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF

MULTIMEDIA ADVERTISING, INC.



- 1. The name of the corporation is: MULTIMEDIA ADVERTISING, INC.
- 2. An Amendment to Article I of the Articles of Incorporation has been adopted by a unanimous written consent of the shareholders of this corporation pursuant to Section 607.1002 and Section 607.1006, Florida Statutes (1997), to change the name to "USA MULTIMEDIA GROUP, INC." As amended, Article I now reads:

ARTICLE I NAME

The name of this corporation shall be USA Multimedia Group, Inc.

- 3. The above amendment to Article I of the Articles of Incorporation shall be effective immediately.
- 4. The date of the adoption of the amendment to Article I by the majority shareholders shall be effectively immediately.

DATED this 9th day of December, 2000.

Ray M. Maudlin. President

Sheryll Maudlin, Secretary

STATE OF FLORIDA COUNTY OF DUVAL

On this day before me, the undersigned officers duly authorized by the laws of the State of Florida to take acknowledgments, personally appeared Ray M. Maudlin and Sheryll Maudlin, the President and Secretary of Multimedia Advertising, Inc., a Florida corporation, and acknowledged that they executed the above and foregoing Articles of Amendment to Articles of Incorporation of Multimedia Advertising, Inc., as such officers, for and on behalf of the corporation after having been authorized to do so.

Witness my hand and official seal this ______

__day of December, 2000.

Motary Public, State of Florida My Commission Expires:

