

GOLD CARD, INC.
RONALD D. THAMES, PRESIDENT
994 DEER SPRINGS ROAD
PORT ORANGE, FL 32119

P960000 16020

October 5, 1998

Mrs. Sandra B. Mortham
Secretary of State
Florida Department of State
Division of Corporations
Post Office box 6327
Tallahassee, FL 32314

700002665707--5
-10/16/98--01019--012
*****43.75 *****43.75


RE: DOCUMENT #P96000016020

Dear Madam Secretary:

In accordance with Florida Statutes enclosed, please final an amendment to the Articles of Incorporation of Gold Card, Inc. The requested amendment changes the corporation's name to Star Productions, Inc. I have enclosed the required filing fee in the amount of \$35.00 plus \$8.75 for a certified copy.

Should you have any questions, please contact me at (904) 760-6361. Thank you for your assistance.

For Star Productions, Inc., I am


Ronald D. Thames
President

rdt

Enclosures

FILED
98 NOV -2 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CU
NE Kallcopy
P96000016020
278
11-20-98



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

October 19, 1998

GOLD CARD, INC.
% RONALD THAMES
994 DEER SPRINGS ROAD
PORT ORANGE, FL 32119

SUBJECT: GOLD CARD, INC.
Ref. Number: P96000016020

We have received your document for GOLD CARD, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

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) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 498A00051582

*Ms. Mustain,
Attached is the corrected document
for Gold Card, Inc.
Should you have any further questions
you may contact me at (904) 760-6361.
Thank you
I apologize for any inconvenience
Ron Thames*

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GOLD CARD, INC.

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

First: Amendment (s) adopted: Article I, being amended as follows:
The name of the corporation shall be Star Productions, Inc.

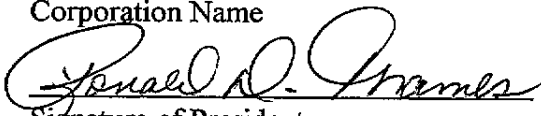
Second: The date of adoption of the amendment (s) was October 1, 1998.

Third: The amendment was approved by the Officers of the Corporation and presented to the shareholders for adoption.

Fourth: The amendment was adopted by unanimous vote by the shareholders.

Star Productions, Inc.

Corporation Name


Signature of President

Ronald D. Thames

Name of President

President

Title

October 2, 1998

Date

FILED
98 NOV -2 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA