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SAMUEL J. CANTOR*

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November 24, 1998

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

Re: BAS Productions, Inc.

Gentlemen/Ladies:

Enclosed herewith please find the original and a copy of Amended Articles of Incorporation for the above-referenced corporation, a check in the amount of thirty-five (\$35.00) dollars for the filing fee.

Very truly yours,


Samuel J. Cantor

SJC:jac
Enclosures

FILED
98 DEC -2 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AMENDED ARTICLES OF INCORPORATION

of

BAS PRODUCTIONS, INC.

Pursuant to the provisions of Section 607.1001 to the Florida General Corporation Act, the undersigned Corporation adopts the Articles of Amendments to its Article of Incorporation.

1. The name of the Corporation is BAS PRODUCTIONS, INC.

2. The following amendment to the Articles of Incorporation was unanimously adopted by shareholders and the Directors owning one hundred (100%) percent of the issued and outstanding stock of the Corporation at a special meeting of the shareholders and Directors held on November 17, 1998 in a manner prescribed by the Florida General Corporation Act, Section 607.1003.

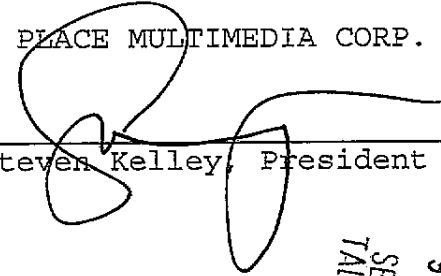
A. ARTICLE I is hereby deleted and there shall be substituted therefore the following:

ARTICLE I

The name of this corporation shall be PARK PLACE MULTIMEDIA CORP.

3. Except as modified herein the Articles of Incorporation of the above-named corporation remain in full force and effect.

PARK PLACE MULTIMEDIA CORP.

By: 
Steven Kelley, President

ATTEST:



Christine Lo, Secretary
or Christine M. Rogers, Asst. Secretary

FILED
98 DEC -2 AM 9:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA