

SACHER, MARTINI & SACHER, P.A.

255 LeJeune Road, Suite 1101, Coral Gables, Florida 33134

P96000038550

Charles P. Sacher, P.A.  
Gregory T. Martini  
Charles S. Sacher  
Tanya L. Bower

December 29, 1998

Telephone: 305/448-3900  
Facsimile: 305/446-9206  
JAN-4 PM 4:06  
FILED  
TALLAHASSEE, FLORIDA  
CLERK OF COURT  
STATE OF FLORIDA

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

RE: VIDEO AVENUE  
Our File No.: 3726-0000-00

name  
Change  
Amend

400002729374-1

-01/04/99-01102-004

\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir/Madam:

Enclosed please find the following:

1. Original and one (1) copy of First Amendment to the Articles of Incorporation of Video Avenue Entertainment, Inc.
2. Check in the amount of \$35.00 which represents the fee for filing the Amendment.
3. Return envelope.

I would appreciate your filing the Amendment and stamping the enclosed copy of the amendment and return it to me in the enclosed envelope.

Of course should you have any questions or comments regarding the foregoing, please feel free to call me.

Very truly yours,

DAWN A. RODRIGUEZ  
Legal Assistant

Enclosures

10/13/99

99 JAN -4 PM 4:06  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FIRST AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
VIDEO AVENUE ENTERTAINMENT, INC.

VIDEO AVENUE ENTERTAINMENT, INC., a Florida Corporation, under its corporate seal and the hands of its President and Secretary, RAY SUMON, hereby certifies that:

I

The Board of Directors of said corporation at a meeting called and held on October 22 1998, adopted the following Resolutions:

The name of this corporation will be:

R & M VIDEOS, INC.

II

The meeting of the Stockholders of the corporation called by the Board of Directors as aforesaid was held on October 22 1998, and at said special meeting of the Stockholders, said amendment of the Articles of Incorporation was duly adopted by the unanimous vote of all of the Stockholders.

IN WITNESS WHEREOF, said corporation has caused this Amendment to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary, this 22 day of October, 1998.

VIDEO AVENUE ENTERTAINMENT, INC., a  
Florida Corporation

Attest: Ray

Secretary

By Ray

President

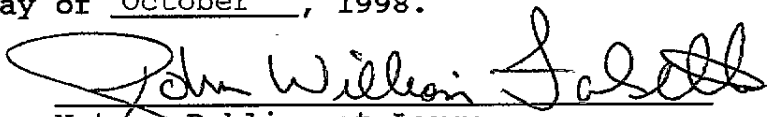
(Corporate Seal)

(CONTINUED)

STATE OF Florida)  
COUNTY OF Broward) SS:

On this day personally appeared before me, the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments of deeds, RAY SUMON, President of VIDEO AVENUE ENTERTAINMENT, INC., a Florida Corporation, and he acknowledged that he executed the above and foregoing First Amendment to Articles of Incorporation as such Officer for and on behalf of said corporation after having been duly authorized to do so.

WITNESS my hand and official seal at \_\_\_\_\_, Broward County, Florida, this 22nd day of October, 1998.

  
Notary Public, at Large  
John William Falsetta

My Commission Expires: December 4, 1999



"OFFICIAL SEAL"  
John William Falsetta  
My Commission Expires 12/4/99  
Commission #CC 515444