June 21, 1999

600002914396--7 -06/24/99--01075--008 *****35.00 ******35.00

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

Ladies:

Enclosed please find our check #4949 in the amount of \$35.00 which represents the filing fee for the Articles of Amendment for TEN MOONS, INC.

Thank you for your assistance on the above and if there are any further questions please contact our office at (727) 521-4664.

Sincerely,

TEN MOONS,INC.

Elaine Brame

Director

/ejb

Enclosure

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 28, 1999

ELAINE BRAME P.O. BOX 25211 TAMPA, FL 33622-5211

SUBJECT: DOUBLE-D MOTORS, INC.

Ref. Number: P96000062477

We have received your document for DOUBLE-D MOTORS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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: 799A00034058

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION **OF**

DOUBLE-D MOTORS, INC. (present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopte the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The name of this corporation is being amended Article 1 (Section 1)

and changed to Ten Moons Productions, Inc.

The mailing address of the corporation is Article III P.O. Box 25211, Tampa, Florida 33622-5211

and the address of the registered agent, David A. Halprin, is 6681 49th Street North, Pinellas Park,

Florida 33781

Deborah S. Halprin is being deleted as director/ Article V secretary and the directors are amended and changed

as follows:

Elaine J. Brame, Director/Secretary David A. Halprin, Director/President Jonathan Brown, Director/Vice President

The address of the directors is amended and changed

as follows:

33622-5211 P.O. Box 25211, Tampa, FL

If an amendment provides for an exchange, reclassification or cancellation of issued shares, SECOND: provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD:	The date of each amendment's adoption: 6/15/99	<u> </u>	
FOURTE	H: Adoption of Amendment(s) (CHECK ONE)		
5	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.		
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):		
	"The number of votes cast for the amendment(s) was/were sufficient for approval by		
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.		
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.		
	Signed this		
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer)		
	the shareholders)		
	OR Ü		
	(By a director if adopted by the directors)	1 2:0	
	OR □	नं क	
(By an incorporator if adopted by the incorporators)			
	David A. Halprin, Typed or printed name		
	President/Director		
Title			