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AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

CORAL GABLES, FL 33134 - (305) 445-2700

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-06/20/97--01074--022

*****70.00 *****35.00

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Movie Emporium, Inc.
(Corporation Name) (Document #)
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

6/20
Amend
Examiner's Initials

FILED
97 JUN 20 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

97 JUN 20 PM 1:47

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MOVIE EMPORIUM, INC.**

FILED
97 JUN 20 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	Christine Henricks
Vice-President:	Nat Tanenbaum
Secretary:	Thomas Clowser
Treasurer:	Mildred Tanenbaum

whose addresses shall be the same as the principal address of the Corporation.

SECOND: Article 5 shall be amended to state:

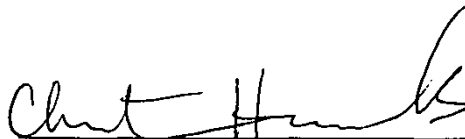
President:	Christine Henricks
Vice-President:	Nat Tanenbaum
Secretary:	Trina L. Sutton
Treasurer:	Mildred Tanenbaum

whose addresses shall be the same as the principal address of the Corporation.



- THIRD:** The date of the adoption of this amendment is the 9 June 1997.
- FOURTH:** The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.
- FIFTH:** This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 9 June 1997.



Christine Henricks, Chairman of the Board of Directors

ARTAMEND.PRES



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