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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

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NAME: CGB RECORDS, INC.

AUDIT NUMBER.....H97000001682

DOC TYPE.....BASIC AMENDMENT

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 29, 1997

CGB RECORDS, INC.
7466 SW 48TH STREET
MIAMI, FL 33155

SUBJECT: CGB RECORDS, INC.
REF: P97000002446

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

Since the amendment was adopted by the board of directors, it must be signed by a director. Please list the title of Director along with President under the signature.

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 (904) 497-6908.

Steven Harris
Corporate Specialist

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H97000001682

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

CGB RECORDS, INC.

Pursuant to the provisions of section 607.1003 of the Florida Business Corporation Act (the "Act"), the undersigned corporation has adopted the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment adopted: Pursuant to the election of officers of CGB Records, Inc., the Corporation's Articles of Incorporation shall be amended to reflect the following:

President:

RAUL MARTINEZ

7466 S.W. 48 STREET
MIAMI, FLORIDA 33155

Vice President:

RAMON GONZALEZ

7466 S.W. 48 STREET
MIAMI, FLORIDA 33155

Secretary/Treasurer:

CARLOS BARCOS

7466 S.W. 48 STREET
MIAMI, FLORIDA 33155

SECOND: The date of each amendment's adoption: January 28, 1997.

THIRD: Adoption of Amendment: The amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signed this 28 day of January, 1997

Signature

Ramon Gonzalez
Print Name
Vice President/Director
Title

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This document prepared by:
Miguel Rodriguez-Betancourt, P.A. (Fla. Bar # 827363)
3780 West Flagler Street
Coral Gables, Florida 33134 (305) 446.3377

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STATE OF FLORIDA)
COUNTY OF DADE) SS:

Before me, the undersigned authority, personally appeared Ramon Gonzalez, to me personally known or having produced identification, who was sworn and says that the above affiant's statement is true.

SWORN TO and subscribed on January 28, 1997.



Lucinda Smith
Notary Public
My Commission Expires:

This document prepared by Miguel Rodriguez-Sotomayor, P.A.
Florida Bar No. 027363

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