P97000017708 THE TAX GROUP, INC.

1149 S.W. 27th AVENUE, SUITE #20x 305

MIAMI, FLORIDA 33135

PHONES: 643-6455 / 643-6466

DIVISION OF CORPORATIONS AMENDMENT SECTION P.O. BOX 6327 TALLAHASSEE FL 32314

July 24,2000

100003336521--3

RE: DIGITAL SOUND AND AMUSEMENT INC. DOCUMENT # P97000017708

-07/26/00--01043--008 *****35.00 *****35.00

Gentlemen:

Enclose you will find ARTICLES OF AMENDMENT for the above Corporation. Also to that effect ck # 2131 for \$ 35.00 to cover Filing Fees is also included.

Would you please return all correspondence related to this matter, to:

THE TAX GROUP INC. 1149 SW 27th AVE. SUITE 305 MIAMI FL 33135

Thanking you for your prompt attention to this request, Respectfully yours.

FILEU JUL 26 PM 4: 03 FORELASSEE, FLORIDO

ANDRES W. LOPEZ, E.A.

Amend

JUL 2 8 2000

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



DIGITAL SOUND AND AMUSEMENT INC.

(present name)

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

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

ARTICLE 8 MUST BE CHANGED SHOWING NELSON DE LA PRIDA RESIGNING BOTH HIS POSITIONS, VICE-PRESIDENT AND DIRECTOR. THIS AMENDMENT IS EFFECTIVE JULY 1, 2000.

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

THIRD: The date of each amendment's adoption: July 1, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

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Z k	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.
Sig	emed this 24 day of July , \$000
Signature X	(By the Chairman of Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	JOSE L.GONZALEZ Typed or printed name
	PRESIDENT
	Title

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