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March 10, 1997

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

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-03/18/97--01044--001
*****43.75 *****43.75

Re: Fort Lauderdale Entertainment Partners, Inc.

Dear Sir/Madam:

Enclosed herewith is an Article of Amendment to the Articles of Incorporation of Fort Lauderdale Entertainment Partners, Inc. Also enclosed is a check in the amount of \$43.75 representing the filing fee and cost of a certificate of status.

Please acknowledge receipt of the foregoing by stamping the enclosed copy of this letter and returning it in the enclosed envelope.

Should you have any questions please give me a call at (561) 998-8884.

Very truly yours,

Cory B. Nass
Cory B. Nass

NOESIS CAPITAL CORP.

1801 Clint Moore Rd Suite 100
Boca Raton Florida 33487
Attn: C Nass

SH 3/21

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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97 MAR 18 PM 1:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
FORT LAUDERDALE ENTERTAINMENT PARTNERS, INC.

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

FIRST: The following provisions of the Articles of Incorporation of the Corporation be and they hereby are amended in the following particulars:

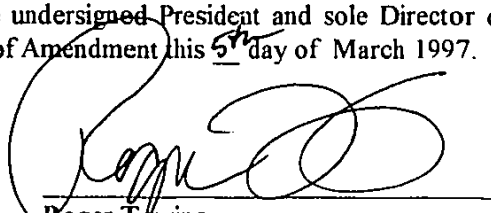
Article First be and it hereby is amended to read as follows:

"The name of the Corporation is Florida Entertainment Partners, Inc. (the "Corporation").

SECOND: The date of the foregoing amendment's adoption is March 5, 1997.

THIRD: The foregoing amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned President and sole Director of the Corporation has executed these Articles of Amendment this 5th day of March 1997.



Roger Trevino
Director and President