

THE ABN GROUP

PINECASTLE RECORDS
AMERICAN BLUEGRASS NETWORK
MUSIC SHED

P97000046088

March 18, 2002

100005325821--5
-04/23/02--01042--001
*****35.00 *****35.00

Secretary of State
409 E. Gaines Street
Tallahassee FL 32399

Re: Amendment to Articles of Incorporation:
Palmetto Publishing Co., Inc.

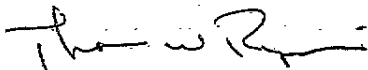
To Whom It May Concern:

Enclosed please find a copy of Articles of Amendment to Articles of Incorporation for the above referenced matter along with our check in the amount of \$35.00, representing your fees for filing same. Please return a conformed copy in the enclosed envelope.

Please give me a call if you have any questions.

Thank you.

Sincerely,



Thomas W. Riggs
President
PALMETTO PUBLISHING CO., INC.

FILED
02 APR 23 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN APR 26 2002



5108 SOUTH ORANGE AVE • ORLANDO FL 32809
407.856.0245 • FAX 407.858.0007

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PALMETTO PUBLISHING CO., INC.

FILED
02 APR 23 PM 12:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopted the following articles of amendment to its articles of incorporation, filed May 22, 1997, number P97000046088.

First: Article IV, Capital Stock paragraph numbered 1 shall be amended to read as follows:

1. Number and Class of Shares Authorized; Par Value. The capital stock authorized, the par value thereof and the class of said stock shall be as follows:

| Number of shares Authorized | Par Value Per Share | Class of Stock |
|--------------------------------|------------------------|-------------------|
| 1,000,000 | \$1.00 | common |

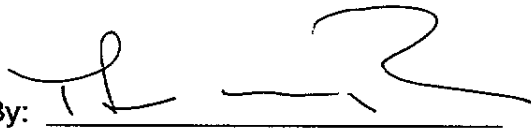
The consideration for all the above stock shall be payable in cash, property (tangible and intangible), labor or services, in lieu of cash: all at adjust valuation to be fixed by the Board of Directors of the Corporation.

SECOND: The date of the amendment's adoption: March 13, 2002.

The amendment of Article IV, paragraph 1 above was adopted by unanimous consent of the Board of Directors and all of the Stockholders at a joint meeting of the Board of Directors and Stockholders held on the 13th day of March, 2002 at 4:30 p.m. at the offices of the corporation.

DATED 13th day of March, 2002.

Palmetto RECORDING CO., INC.

By: 

Thomas W. Riggs, President