P970005/363 Quest Adventure Productions Inc.

December 8, 1998

Sandra B. Mortham Florida Department of State Division Of Corporations P.O. Box 6372 Tallahassee, Fl. 32314 400002717764--7 -12/21/98--01100--012 ******35.00 ******35.00

Dear Ms. Mortham,

As stated in your letter mailed to our office on November 21, 1998, I am enclosing our office address along with telephone number and fax.

Quest Adventure Productions Inc. 3901-A NW 77th Avenue Miami, Fl. 33166 Tel: 305 718-8833 Fax: 305 717-6720

Thank you,

Kia T. Bynes

Administrative Assistant

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3901-A NW 77th Avenue Miami, Fl. 33166 United States of America 33166 Tel:305 718-8833 Fax:305 717-6720 98 DEC 21 AM IO: 45
SECRETARY OF STATE
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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

November 24, 1998

CHRISTIANA CARROLL LEONARD/CARROLL & ASSOCIATES 7355 NW 41 STREET MIAMI, FL 33166

SUBJECT: QUEST ADVENTURE PRODUCTIONS INC.

Ref. Number: P97000051363

Upon receipt of your letter and/or check(s) totaling \$35.00, no document was found. Please send your document with any fees due to:

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

Please return a copy of this letter to ensure your money is properly credited.

Amendments for Florida profit corporations are filed in compliance with section 607.1006, Florida Statutes. Please see the enclosed information.

Please return the enclosed check for \$35.00 or a newly issued check with your corrected document.

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 (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 898A00056257



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 10, 1998

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CHRISTIANA CARROLL LEONARD/CARROLL & ASSOCIATES 3901-A NW 77TH AVENUE MIAMI, FL 33166

SUBJECT: QUEST ADVENTURE PRODUCTIONS INC.

Ref. Number: P97000051363

We have received your document for QUEST ADVENTURE PRODUCTIONS INC. . However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00. Refer to the attached fee schedule for a breakdown of the fees. Please return a copy of this letter to ensure your money is properly credited.

Minutes are not filed with the Division of Corporations and should be kept with the records of the corporation. Any changes that are being made to the articles of incorporation can be made by filing articles of amendment. Enclosed is an amendment form.

Amendments for Florida profit corporations are filed in compliance with section 607,1006. Florida Statutes, Please see the enclosed information.

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 (850) 487-6880.

Karen Gibson Corporate Specialist

Letter Number: 198A00041548

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

U	resent name)	
Pursuant to the provisions of section 607.1006, following articles of amendment to its articles of	Florida Statutes, this Florida profit corporation adopts the incorporation:	
FIRST: Amendment(s) adopted: (indicate artic	le number(s) being amended, added or deleted)	
Please be advised of the change of of Adventure Productions Inc.	ficers . Harvey Tolin is the new President, of Quest	
Thankyyou Christiana Carroll	98 DEC SECRE TALLAH	-
Secretary	73 N =	

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:

ŢĦIŖŊ: "T	The date of each amendment's adoption: Quile 24, 1998
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
¥	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
0	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.
S Signature	ligned this 24 day of Jule, 19 99
	(By the Chairman or 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)
	Christiana M. Carrolf Typed or printed name
	President
	Title