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LAW OFFICES
COVE & ASSOCIATES
A PROFESSIONAL ASSOCIATION

THE NATIONSBANK BUILDING
3801 HOLLYWOOD BOULEVARD, SUITE 100
HOLLYWOOD, FLORIDA 33021

ANDREW N. COVE
SUZANNE WEISS

Of Counsel
ROBERT M. WORMAN

September 17, 1998

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

Re: Emerald Entertainment Group., Inc
Our File No.: 97-0213

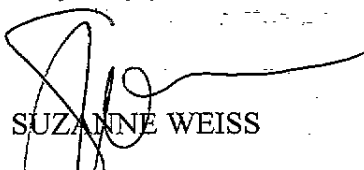
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*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find the Amendment to Articles of Incorporation of Emerald Entertainment Group., Inc. and check #1146 in the amount of \$35.00.

Should you have any further questions or comments regarding the foregoing, please do not hesitate to contact me.

Very truly yours,


SUZANNE WEISS
SW:be

FILED
98 SEP 21 AM 10:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend.
9-25-98
cc

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
EMERALD ENTERTAINMENT GROUP, INC.

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

The following amendment was adopted by the shareholders on the 27th day of August, 1998 and the number of votes cast for the amendment was sufficient for approval (the statement required by Florida Statute 607.0501 is attached hereto):

The following individual was elected as Sole Officer and/or Director:

Petra ~~P.~~ Walker

Richard Their no longer holds any position in the Corporation.

Signed this 1~~st~~ day of August, 1998.

Emerald Entertainment Group, Inc.

BY: _____

PETRA WALKER

PRINT NAME

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA