

Division of Corporations

Page 1 of 1

P97000077001

RECEIVED

01 MAR -2 PM 4:09

DIVISION OF CORPORATIONS

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax andit number (shown below) on the top and bottom of all pages of the document.

(((H01000022853 5)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)922-4000

From:

Account Name : RICARDO BAJANDAS, P.A.
Account Number : 110263002111
Phone : (305)377-0909
Fax Number : (305)377-1771

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 MAR -2 PM 4:21

FILED

BASIC AMENDMENT

SHAYNE MEDIA, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

AMENDED
9/1/00
35

Electronic Filing Menu

Corporate Filing

Public Access Help

March 2, 2001

SHAYNE MEDIA, INC.
2730 SW 3 AVE., STE. 100
MIAMI, FL 33129

SUBJECT: SHAYNE MEDIA, INC.
REF: P97000077001

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document states that THE CORPORATION'S ARTICLES OF INCORPORATION ARTICLE III ARE AMENDED AS FOLLOWS: ARTICLE 4. SEE AMENDMENT LANGUAGE ATTACHED AT EXHIBIT "A"

EXHIBIT "A" states ARTICLE 3. CAPITAL STOCK & PREEMPTIVE RIGHTS

Is article 3 and 4 both being amended or just 3??????

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) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H01000022853
Letter Number: 401A00013135

FAX AUDIT NUMBER H01000022853 5

**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
SHAYNE MEDIA, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, SHAYNE MEDIA, INC., a Florida Corporation (the "Corporation"), adopts the following Articles of Amendment to its Articles of Incorporation:

Amendment

The Corporation's Articles of Incorporation Article III are amended as follows:

ARTICLE 3

See Amendment Language Attached at Exhibit "A"

Date of Adoption

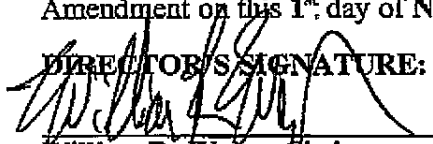
The amendment was adopted to be effective as of the 1st day of November, 2000.

Manner of Adoption

The amendment was adopted pursuant to prior recommendation by the Corporation's Board of Directors and duly approved by its shareholders in accordance with Section 607.1003 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned Director has executed these Articles of Amendment on this 1st day of November, 2000.

DIRECTOR'S SIGNATURE:


William R. Wyler, Chairman
of the Board and President.

Preparer:
Ricardo Bajandas
De La Peña & Bajandas, LLP
601 Brickell Key Drive, Suite 705
Miami, Florida 33131
Ph. (305) 377-0909
FL BARNO. 0987750

FAX AUDIT NUMBER H01000022853 5

FILED
01 MAR -2 PM 4:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

H01000022853 5

EXHIBIT "A"

Article 3. Capital Stock & Preemptive Rights. The share capital of the Corporation shall be TWO HUNDRED THOUSAND (200,000) shares (the "SHARES") each having a par value of \$.000025 per share. The SHARES shall be divided into two classes of stock: (i) 100,000 shall be Class "A" Voting Shares; and (ii) 100,000 shall be Class "A" Non-Voting Shares. All types shall have equal rights in terms of corporate participation and liquidation and the only distinction therein shall be the shareholder's right to vote such shares.

H01000022853 5