

MICHAEL L. MOORE

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P98000004349

March 3, 1998

98 MAR -6 PM 12:01
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

Re: Phat Albert Entertainment, Inc. 900002449489--1
Articles of Amendment -03/06/98--01085--001
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed, please find the original and one copy of the Articles of Amendment of the above-referenced corporation. Also enclosed, is this firm's trust account check no. 1008 in the amount of \$35.00 in payment of the filing fees.

Please return a copy of the Articles of Amendment to this office after filing. Thank you for your assistance in this matter.

Sincerely,

Michael L. Moore

Michael L. Moore

MLM/bjs
Enclosures

cc: Freda L. Mays

N/c

VS MAR 11 1998

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PHAT ALBERT ENTERTAINMENT, INC.

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

FIRST: Article I shall be amended to read as follows:

"ARTICLE I

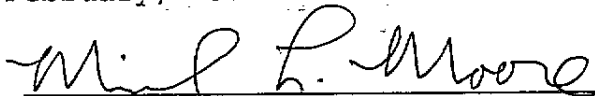
Name

The name of the corporation is Bassmint
Entertainment, Inc."

SECOND: The effective date of adoption of this amendment is
January 14, 1998.

THIRD: The amendment was adopted by the incorporator without
shareholder action and shareholder action was not
required.

Signed this 26th day of February, 1998.


MICHAEL L. MOORE
Sole Incorporator