

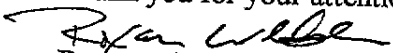
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eMAX Entertainment, Inc.
5401 Kirkman Road
Suite 158
Orlando, Florida 32819
407-363-9400
407-363-9996 Fax

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-01/25/94-01/25/94
*****4075
CLERK OF STATE
TALLAHASSEE, FLORIDA
AM 11:33

Please find a amendment to our corporation and the required filing fees for the change of the corporation name to EMAX Inc.

Thank you for your attention to this matter.


Roxanna Weber
CFO/Sec.

N/C

VS FEB 1 1999

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
EMAX ENTERTAINMENT, INC.**

FILED
99 JAN 25 AM 11:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to it's articles of incorporation:

FIRST: Amendment adopted: Article Number I is being amended to change the name of the corporation EMAX Entertainment, Inc. to EMAX Inc.

SECOND: The date of the amendment's adoption is January 4, 1999

THIRD: The amendment was approved by the board of directors and incorporators without shareholder action and shareholder action was not required.

Signed this 4th day of January, 1999

Signature



Matthew Weber
Chairman/CEO
Director
Incorporator