

4/29/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: DIVA ENTERTAINMENT, INC.

AUDIT NUMBER.....H98000008137

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

CERT. COPIES.....1

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

Jee 4/30



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 30, 1998

DIVA ENTERTAINMENT, INC.
180 VARICK ST., 13TH FLOOR
NEW YORK, NY 10014SUBJECT: DIVA ENTERTAINMENT, INC.
REF: P98000031171

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 amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

The phone number of the preparer of the original document must be contained in the lower left-hand corner of the first page of the 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) 487-6908.

Teresa Brown
Corporate SpecialistFAX Aud. #: H98000008137
Letter Number: 998A00023637

Anna,
Please
re-miss
Jessy

RECEIVED
98 APR 30 AM 10:48
DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS

H9800008137

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

FILED
98 APR 30 AM 11:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


The undersigned, initial director of Diva Entertainment, Inc., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby certify:

1. The name of the Corporation is Diva Entertainment, Inc.
2. Article Third of the Articles of Incorporation of the Corporation is amended to read as follows:

THIRD: The Corporation is authorized to issue 10,000,000 shares of common stock, par value \$.01 per share.

3. The foregoing amendment was adopted by the sole director of the Corporation by unanimous written consent dated April 28, 1998, prior to the issuance of any shares.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 28 day of April, 1998.



Peter Zachariou, Sole Director

THIS DOCUMENT PREPARED BY:
LINDA C. FRAZIER, ESQUIRE
FLORIDA BAR NO. 0990035
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