

CHAZ PRODUCTIONS, INC.

1036 N.E. 11th Avenue, Unit #6
Fort Lauderdale, Florida 33304
(954) 525-3787

P98000034124

December 7, 1998

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

Re: Chaz Productions, Inc.
Document Number P98000034124
Amended Articles

300002709853--9
-12/11/98--01035--010
*****35.00 *****35.00

Dear Sir or Madam:

Enclosed are amended Articles of Incorporation for Chaz Productions, Inc. Also enclosed is a check for \$35.00 for the filing fee.

Please also note that our address has changed/

Thank you very much.

Sincerely,

Charles A. Ruhe

Charles A. Ruhe
President

*Amend
12-17-98
MKS*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 DEC 11 PM 1:24

FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CHAZ PRODUCTIONS, INC.**

Pursuant to the provisions of section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE II

The amendment of this article changes the principal place of business and mailing address of this corporation as follows:

1036 N.E. 11th Avenue, Unit 6, Fort Lauderdale, Florida 33304.

ARTICLE VI

The amendment of this article names officers and successors to the Board of Directors as follows:

Charles A. Ruhe/President
1036 N.E. 11th Avenue, Unit 6
Fort Lauderdale, Florida 33304

Susan M. Lavery/Vice President, Secretary-Treasurer
1036 N.E. 11th Avenue, Unit 6
Fort Lauderdale, Florida 33304

ARTICLE VII

The addition of this article will read as follows:

As of December 7, 1998 the total stock distribution of Chaz Productions, Inc. is as follows:

Charles A. Ruhe	1036 N.E. 11 th Avenue, Unit 6 Fort Lauderdale, Florida 33304	50,000 shares
Susan M. Lavery	1036 N.E. 11 th Avenue, Unit 6 Fort Lauderdale, Florida 33304	50,000 shares

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CLERK OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
CHAZ PRODUCTIONS, INC.**

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These amendments were adopted by the shareholders on December 7, 1998. The votes cast for the amendments were unanimous.

Signed this 7th day of December, 1998
Chaz Productions, Inc.

By Charles A. Ruhe
Charles A. Ruhe, President

Susan M. Lavery
Susan M. Lavery, Vice President
Secretary-Treasurer