

P98000039533

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* ALSO ADMITTED IN NEW YORK

** ALSO ADMITTED IN MASSACHUSETTS

June 16, 1999
~~April 1, 1999~~

Secretary of State
State of Florida
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

200002912042--3
-06/22/99--01003--019
*****35.00 *****35.00

RE: ARTISTS & WRITERS INTERNATIONAL, INC.
Charter No. P98000039533

Gentlemen:

Enclosed please find an Amendment to the Articles of Incorporation of the above corporation for filing with the Secretary of State. Further enclosed is our check in the amount of \$35.00 as and for the filing fee.

Thank you for your assistance.

Very truly yours,

Beverly A. Donnelly
Beverly A. Donnelly
Legal Assistant

Enclosures

FILED
99 JUN 18 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc
T. LEWIS JUN 18 1999

AMENDMENT TO
ARTICLES OF INCORPORATION
OF
ARTISTS & WRITERS INTERNATIONAL, INC.

FILED
99 JUN 18 PM 4:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ARTICLE I of the Articles of Incorporation of ARTISTS & WRITERS INTERNATIONAL, INC. is amended as follows:


ARTICLE I

The name of the corporation shall be:

FOURTH AVENUE MARKETING GROUP, INC.

2. The Consent to the foregoing amendment, a copy of which is attached hereto and made a part hereof as Exhibit "A" was adopted by the shareholders of this corporation on March 31, 1999.

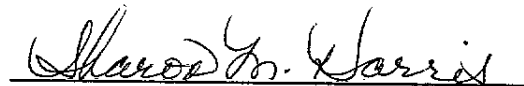
IN WITNESS WHEREOF, the undersigned as President of the corporation has executed these Articles of Amendment on March 31, 1999.


Donald B. Mahoney
President

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Donald B. Mahoney, as President of ARTISTS & WRITERS INTERNATIONAL, INC., to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 31th day of March, 1999.


NOTARY PUBLIC

My commission expires:



Sharon M. Harris
Commission # CC 811206
Expires Feb. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

MINUTES OF SPECIAL MEETING OF
BOARD OF DIRECTORS AND STOCKHOLDERS OF
ARTISTS & WRITERS INTERNATIONAL, INC.

A special meeting of the officers, directors and stockholders of ARTISTS & WRITERS INTERNATIONAL, INC. was held on March 31, 1999 at the law offices of Popkin & Shurpin, P.A., 2499 Glades Road, Suite 114, Boca Raton, FL 33431 at 10:00 A.M.

All officers, directors and shareholders were present at the meeting and Donald B. Mahoney as President presided as Chairman of the meeting and Katie Yeakle acted as Secretary.

The President advised that the purpose of the meeting was to change the name of the corporation to FOURTH AVENUE MARKETING GROUP, INC.

UPON MOTION duly made, seconded and passed, the President and Secretary were authorized to execute all necessary documents to effectuate a change of the name of the corporation to ELITE COPY, INC.



Donald B. Mahoney
President

NOTICE OF SPECIAL MEETING OF
BOARD OF DIRECTORS AND STOCKHOLDERS OF
ARTISTS & WRITERS INTERNATIONAL, INC.

TO ALL OFFICERS AND DIRECTORS OF

NOTICE is hereby given that a Special Meeting of the Stockholders and Board of Directors of ARTISTS & WRITERS INTERNATIONAL, INC. will be held on March 31, 1999 at the law offices of Popkin & Shurpin, P. A., 2499 Glades Road, Suite 114, Boca Raton, FL 33431.


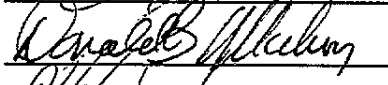
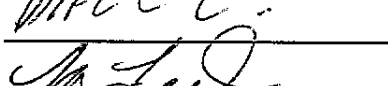
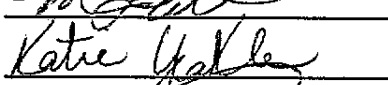

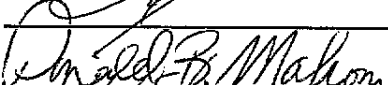
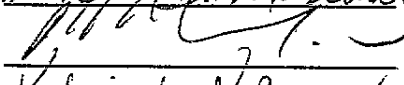
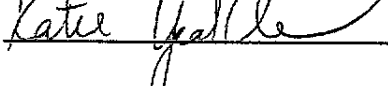

Dated: March 31, 1999


Donald B. Mahoney, President

CONSENT TO AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

ARTISTS & WRITERS INTERNATIONAL, INC.

The undersigned being all of the directors and all of the stockholders of ARTISTS & WRITERS INTERNATIONAL, INC. entitled to vote with respect thereto, and in the case of the stockholders, each being the holder of the number and class of shares set forth opposite his/her name below, hereby authorize, adopt and consent to the following amendment to the Articles of Incorporation: The name of the corporation is changed from ARTISTS & WRITERS INTERNATIONAL, INC. to FOURTH AVENUE MARKETING GROUP, INC.

Name of Stockholder	Signature	No. of Shares	Date
Edward D. Popkin		10	3/31/99
Donald B. Mahoney		22 1/2	3/31/99
Paul Hollingshead		22 1/2	3/31/99
Mark Ford		30	3/31/99
Katie Yeakle		15	3/31/99
Name of Directors:			
Edward D. Popkin		10	3/31/99
Donald B. Mahoney		22 1/2	3/31/99
Paul Hollingshead		22 1/2	3/31/99
Katie Yeakle		15	3/31/99