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HANG LOOSE PRODUCTIONS, INC.

(Present Name)

P98000069267 (Document Number of Corporation (If known)

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

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted) (ONE) NEW PRINCIPAL ADDRESS AND NEW MAILING ADDRESS IS AS FOLLOWS:

> HANG LOOSE PRODUCTIONS, INC. DAVID NEPO 100 SOUTH POINTE DRIVE SUITE 3003 MIAMI BEACH, FL 33139

(TWO) NEW PRESIDENT, VICE-PRESIDENT, TREASURER AND SECRETARY IS:

DAVID NEPO 1000 ISLAND BOULEVARD SUITE 2507 AVENTURA, FL 33160

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

(N/A)

THIRD: The date of each amendment's adoption: OCTOBER 22, 2003

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each yoting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by

voting group

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this	22ND	day of	OCTOBER	2003
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Signature:

(By a director, president or other afficer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee or other court appointed fiduciary, by that fiduciary.)

DAVID NEPO

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35