

P98000070169

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FILED
JAN 31 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 25, 2000

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

RE: ONE WAY ENTERTAINMENT, INC., formerly known
as DAVIS & WEAVER ENTERPRISES, INC.

Dear Sirs:

Enclosed herewith is the original and one copy of the
Amendment to Articles of Incorporation of Davis & Weaver
Enterprises, Inc. (hereafter ONE WAY ENTERTAINMENT, INC.). I
have also enclosed my check in the amount of \$35.00 to cover the
cost of filing. If any additional information is needed, please
advise.

Thanking you for your attention to this.

Very truly yours,



MICHAEL A. DESSOMMES

MAD/md

Enclosures

N/C

V. SHEPARD FEB 4 2000

AMENDMENT TO ARTICLES OF
INCORPORATION OF
DAVIS & WEAVER ENTERPRISES, INC.
(hereafter ONE WAY ENTERTAINMENT, INC.)

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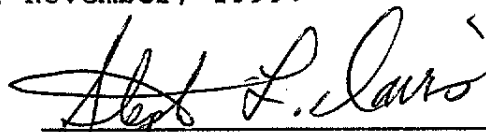
1. I, STEPHEN DAVIS, whose post office address is 200 East Burgess Road, Apt. 46B, Pensacola, FL 32503, being at least eighteen years of age, and the sole shareholder of DAVIS & WEAVER ENTERPRISES, INC., do hereby execute these Articles of Amendment, to amend Article II of the Articles of Incorporation of DAVIS & WEAVER ENTERPRISES, INC., filed on August 7, 1998 under document number P98000070169, as follows:

ARTICLE II

The name of the Corporation (hereinafter called the "Corporation") is: ONE WAY ENTERTAINMENT, INC.

2. The foregoing amendment has been authorized by the sole shareholder of the corporation holding all shares entitled to vote on the amendment, on November 30, 1999, as evidenced by the attached Unanimous Consent.

DATED this 30th day of November, 1999.



STEPHEN DAVIS
President and Secretary/Treasurer

UNANIMOUS CONSENT ADOPTED BY THE SOLE SHAREHOLDER

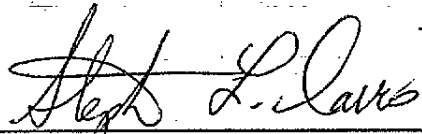
OF

DAVIS & WEAVER ENTERPRISES, INC.

The undersigned, being the sole shareholder of the Corporation, hereby adopts the following resolution:

RESOLVED that, the corporate name of DAVIS & WEAVER ENTERPRISES, INC. shall be changed to ONE WAY ENTERTAINMENT, INC., and an Amendment to the Articles of Incorporation shall be executed and filed with the Florida Department of State, Division of Corporations, for the purpose of effecting said corporate name change.

DATE: November 30, 1999

A handwritten signature in cursive script, appearing to read "Stephen L. Davis", is written over a horizontal line.

STEPHEN DAVIS, Sole Shareholder