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Examiner's Initials

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

FIONTE ACTOR'S STUDIO, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

I.
The name of the corporation shall be THE ACTING STUDIO, INC.

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: None.

THIRD: The date of each amendment's adoption: November 30, 1998

FOURTH: Adoption of Amendment(s) (check one)

POUR	I.H. Adoption of Americanies (or loss of or
X action	The Amendment(s) was/were adopted by the incorporators without shareholder and shareholder action was not required.
action	The Amendment(s) was/were adopted by the board of directors without shareholder and shareholder action was not required.
cast fo	The Amendment(s) was/were approved by the shareholders. The number of votes or 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 voting 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)

Signed this 30 day of ______ 1998.

ROBERT ALPERT

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopt by b the shareholders) or (A director or incorporator if adopted by the directors or incorporators)

ROBERT ALPERT INCORPORATOR