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BASIC AMENDMENT

WEST AVENUE STUDIOS, INC.

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ARTICLES OF AMENDMENT

OF

WEST AVENUE STUDIOS, INC.

The following provisions of the Articles of Incorporation of **WEST AVENUE STUDIOS, INC.**, a Florida corporation, filed in Tallahassee, Florida on the 8th day of May, 1999, be and they are hereby amended in the following particulars:

I. Article I, NAME, of the Articles of Incorporation of the Corporation is hereby amended to change the name of the Corporation to:

AIR STUDIOS, INC.

IN WITNESS WHEREOF, the undersigned President/Director of the Corporation has executed these Articles of Amendment this 18th day of May, 1999. The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

WEST AVENUE STUDIOS, INC.



JUDITH SLATER, President/Director

Prepared by:
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