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DIVISION OF CORPORATION

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE



CORPORATION SERVICE COMPANY*

ACCOUNT NO. : 072100000032

REFERENCE : 593955 7431377

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : April 27, 2004

ORDER TIME : 10:17 AM

ORDER NO. : 593955-005

CUSTOMER NO: 7431377

CUSTOMER: Ricardo J. Dopico, Esq.
Distrakted Productions, Inc.
420 Jefferson Avenue

Miami Beach, FL 33139

DOMESTIC AMENDMENT FILING

NAME: DISTRAKTED PRODUCTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
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 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Darlene Ward -- EXT# 2935

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DISTRAKTED PRODUCTIONS, INC.**

The undersigned, Nayib Estefan, President and Secretary of DISTRAKTED PRODUCTIONS, INC., a Florida corporation, hereby certify:

1. The name of this corporation is DISTRAKTED PRODUCTIONS, INC.
2. Article I of the Articles of Incorporation of this corporation is amended to read in its entirety as follows:

ARTICLE I. NAME

The name of the corporation is BRAINWASH, INC. (hereinafter called the "Corporation").

3. This amendment was adopted by written consent of even date herewith of the shareholders of this corporation pursuant to Sections 607.1006(1)(f) and 607.0704 of the Florida Statutes.
4. Upon the effectiveness of the foregoing amendment and the surrender of existing share certificates, the Officers of the corporation are authorized to issue and provide to each shareholder a new certificate, in an equivalent number of shares to the certificate surrendered, reflecting the amended name of the corporation.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 15th day of April, 2004.

By: _____

NAYIB ESTEFAN, President

Attest: _____

NAYIB ESTEFAN, Secretary

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