

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302-
(850) 222-8070 • 1-800-343-8062 • Fax (850) 222-1222

P98000103070

MDW Entertainment, Inc

300002965023--8

-08/20/99--01001--019

*****43.75 *****43.75

Amend
Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

✓ Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

✓ Cert. Copy

Photo Copy

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

FILED
99 AUG 25 PM 1:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 AUG 19 PM 4:17
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

*00789, 01171, 00534
00672

8/19 2137

1072
8/1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 20, 1999

Capital Connection, Inc.
417 E. Virginia Street
Suite 1
Tallahassee, FL 32302

SUBJECT: M & W ENTERTAINMENT, INC.
Ref. Number: P98000103070

We have received your document for M & W ENTERTAINMENT, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Minutes are not filed with the Division of Corporations and should be kept with the records of the corporation. Any changes that are being made to the articles of incorporation can be made by filing articles of amendment. Enclosed is an amendment form.

You may file the officer/director resignation but we will need the original signatures.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 699A00041951

RECEIVED
99 AUG 25 PM 1:29
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
CORP

**ARTICLES OD AMENDMENT
TO
ARTICLES OF INCORPORATION**

M & W ENTERTAINMENT, INC.

99 AUG 25 PM 1:50
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Board of Directors special meeting for the above referenced corporation, a corporation filed under the laws of Florida, was held and 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:

Mr. Walt Rozanski, was named the Chairman of the meeting and Ms. Julie Siminski, was named the temporary Secretary of the meeting.

The Secretary called the roll and found that the following persons representing a majority in interest of the outstanding Shares of the Corporation were present:

MR. ROBERT BRESCIA

The Chairman called the meeting to order and several issues that reflect the proper operation of the Corporation as well as other business was presented.

Upon a motion made, seconded and carried, it was;

FIRST: Amendments amended:

RESOLVED, that article ELEVEN (11), of this corporation's Articles of Incorporation, acknowledge the resignation of the director, MICHAEL BRAMONTE, which, "original" resignation document is made a part of the corporate books. Such resignation would require this amendment delete the name of MICHAEL BRAMONTE from, this corporation, Records and Articles of Incorporation.

Also resolved, that Article ELEVEN (11), of this corporation, Articles of Incorporation be amended to reflect the new Directors, of this Corporation. The new amendment should reflect the added Directors and Directors addresses as follows:

(D/VP/S/T) Robert Brescia
4613 N. Grady Avenue
Tampa, Florida 33614

(D/P)

Walt Rozanski
4613 N. Grady Avenue
Tampa, Florida 33614

SECOND: Amendment adopted:

Upon a motion made, seconded and carried, it was;

RESOLVED, That a motion was made and carried that this corporation, Records and Articles of Incorporation shall recognize, accept and acknowledge the resignation of the Vice President, MICHAEL BRAMONTE, which "original" resignation document is made a part of the corporate books. Such resignation would require this amendment delete the name of MICHAEL BRAMONTE from, this corporation, Records and Articles of Incorporation.

Also resolved, that the Records and Articles of Incorporation be amended to reflect the new Vice President, Secretary, Treasure of this Corporation. The new amendment should reflect the addition of the new Vice President as:

Robert Brescia
4613 N Grady, Avenue
Tampa, Florida 33614


THIRD:

The date of each and every amendment's adoption is August 13, 1999.

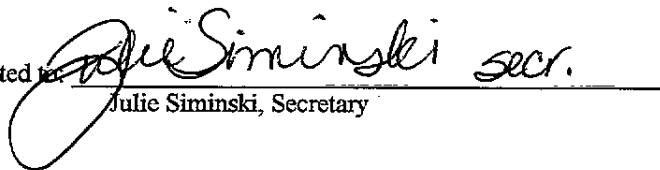
FOURTH: The amendments were adopted by the Board of Directors and were approved by the shareholder(s) with the majority interest of, outstanding shares of the Corporation, which were sufficient for approval.

Signed this 13th Day of August, 1999

Signed and attested to:


Walt Rozanski, Chairman

Signed and attested to:

 *Julie Siminski* *secr.*
Julie Siminski, Secretary