

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

ATTORNEYS AT LAW

SUITE 401

2200 CORPORATE BOULEVARD, NW

BOCA RATON, FLORIDA 33431

EMAIL: admin@huntcook.com

URL: huntcook.com

TELEPHONE: 561-997-6223

TELEFAX: 561-997-6224

ROBERT J. HUNT
JOSEPH R. COOK
DAVID A. RIGGS
RYNA E. MEHR *
LAWRENCE J. MILLER

ANDREW M. GROSS
SUSAN E. GREENBERG
LEE A. WEINTRAUB
SETH E. ELLIS, LL.M. *

* BOARD CERTIFIED IN FAMILY AND MARITAL LAW
FELLOW, AMERICAN ACADEMY OF MATRIMONIAL LAWYERS
CERTIFIED FAMILY LAW MEDIATOR

* ESTATE PLANNING

May 20, 1999

Secretary of State
Division of Corporations - Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

800002883808--6

-05/24/99-01072-006

****43.75 ****43.75

Re: Canopus, Inc.

Dear Sir/Madam:

We enclose an original and one copy of an Amendment to the Articles of Incorporation for the above-named corporation together with our check for \$43.75 in payment of the following fees:

| | |
|-------------------------------------|---------|
| Filing of Articles of Incorporation | \$35.00 |
| Certified copy of Amendment | \$ 8.75 |

Please certify the enclosed copy of the Amendment to the Articles of Incorporation and return it, together with the filing receipt to our office.

Very truly yours,

HUNT, COOK, RIGGS, MEHR & MILLER, P.A.

By:

Robert J. Hunt, Esq.

RJH/DMD

Enc.

cc: Canopus, Inc.

FILED
99 MAY 24 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P9800 6104507
200 Amend
Sub Copy

F:\WPDATA\RJH\CANOP1\secretary-state.letter

AMENDMENT TO THE ARTICLES OF INCORPORATION
OF CANOPUS, INC.

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned corporation adopts the following Amendment to its Articles of Incorporation:

1. The name of the corporation is CANOPUS, INC.
2. The following amendment to the Articles of Incorporation has been adopted as follows:

Article I is hereby deleted and the following inserted in place thereof:

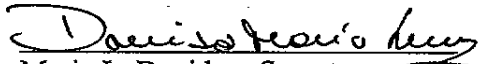
ARTICLE I

The name of the corporation shall be **CHANNELS CORP.**

3. This Amendment was adopted by unanimous written action, consent and approval of the shareholders and directors of the corporation.

Executed and subscribed at Boca Raton, Florida, on May 18, 1999.

Attest:


Marie L. Davidov, Secretary

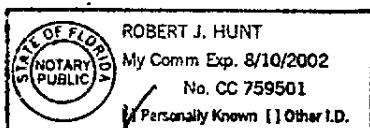
CANOPUS, INC.

By: 
Carlos D. Davidov, President

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Amendment to the Articles of Incorporation of CANOPUS, INC. was subscribed to and acknowledged before me this 18th day of May, 1999 by Carlos D. Davidov, as president and Marie L. Davidov, as secretary of CANOPUS, INC., a Florida corporation, on behalf of the corporation.


Notary Public
My commission expires:



FILED
99 MAY 24 PM 2:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA