

TFC P99000011770

(305) 751-8934

November 15, 1999

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, Florida 32314

900003049538--5
-11/19/99--01051--025
*****35.00 *****35.00

Re: Amended Articles of Incorporation

Dear Sir/Madam:

Enclosed please find an original and one copy of the Amended Articles of Incorporation for the above referenced corporation, and a check for filing fees for the following:

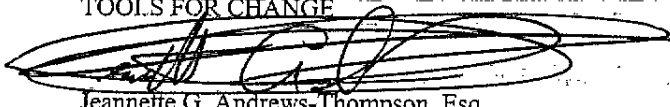
No	Company Name	CK /MO#	Amount
1.	MOVIN STYLZ ENTERTAINMENT, INC.	216	\$35.00
	TOTAL		\$35.50

Please file both the Amended Articles and return a filed copy of the document to the following:

Jeannette G. Andrews-Thompson, Esq.
Tools For Change
6015 NW 7th Ave.
Miami, Florida 33127

Thank you for your attention to this matter.

Sincerely,
TOOLS FOR CHANGE


Jeannette G. Andrews-Thompson, Esq.
Legal Department

Encls.

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99 NOV 19 PM 12:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

11-30
ac
amend

**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION OF
MOVIN STYLZ ENTERTAINMENT, INC.**

Pursuant to the provisions of Chapter 607.1001 et seq. of the Florida Statutes, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation:

1. The following amendment to the Articles of Incorporation were adopted by the Board of Directors of the corporation on November 5, 1999, in the manner prescribed by the Florida business Corporation Act:

ARTICLE IV - CAPITAL STOCK: This Corporation is authorized to issue 15,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE VI: REGISTERED OFFICE AND AGENT

The street address of the registered agent shall be 162 SW First Ave., Homestead, FL 33030, and the registered agent at that address is Maggy Ducena-Wright.

ARTICLE VII: PRINCIPAL OFFICE AND MAILING ADDRESS OF THE CORPORATION

The Principal office of the Corporation is: 162 SW First Ave., Homestead, FL 33030, and the mailing address is P.O. Box 2417, Miami, FL 33197-9998.

ARTICLE VIII: BOARD OF DIRECTORS

The Board of Directors of the Corporation shall be:

Bruce Wright	Maggy Ducena-Wright	Anthony Walker
162 SW First Ave.	162 SW First Avenue	162 SW First Avenue
Homestead, FL 33030	Homestead, FL 33030	Homestead, FL 33030

2. The shareholders are not required to vote on the amendment to the Articles of Incorporation.

IN WITNESS WHEREOF, I, Maggy Ducena-Wright, Director and President of MOVIN STYLZ ENTERTAINMENT, INC., have signed these Articles of Amendment on this 15 day of November, 1999, and acknowledge the same to be my act.


Maggy Ducena-Wright, Director/President

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TALLAHASSEE, FLORIDA

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY:


MAGGY DUCENA-WRIGHT

DATE:

11/15/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA