Florida Dept. of State, Division of Corporations, Corporate Records PO. Box 6327, Tallahassee, FL, 32314

House of Monsters, Inc. 18209 Brookpark Drive, Tampa, FL, 33647 (813) 994-9612

11/18/99

*****52.50 *****52.50

Dear Division of Corporations,

I am adopting certain articles of incorporation to House of Monsters, Inc., which became a corporation in Florida earlier this year. I am enclosing a check for \$52.50 for the filing fee +a certified copy + a certificate of status. Please contact me if you have a question. Thank you.

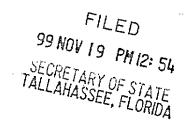
Sincerely,

Peta Pracio

Peter Proscia, President.

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF HOUSE OF MONSTERS, INC.



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:

AMENDMENTS ADOPTED:

<u>SIXTH AMENDMENT</u>: The director constituting the board of directors is one (1) and the name and address of the person to serve as director is;

Peter Proscia 18209 Brookpark Drive, Tampa, FL, 33647

EIGHTH AMENDMENT; The name and address of the registered agent and the registered office is:

Peter Proscia 18209 Brookpark Drive, Tampa, FL, 33647

NINTH AMENDMENT: The principal office of the corporation is:

House of Monsters, Inc., 18209 Brookpark Drive, Tampa, FL, 33647

All above amendments adopted 11/18/99.

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation,

Peter Proscia, President of House of Monsters, Inc.

		•
en de la	<u>.</u>	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
		The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
		"The number of votes cast for the amendment(s) was/were sufficient for approval by"
	×	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
		The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Si	gned this 17th day of November 1999.
Sign	ature _	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
		OR
		(By a director if adopted by the directors)
		OR
		(By an incorporator if adopted by the incorporators).
		Peter Proscia Typed or printed name
	-	President Director
		Title