

LAW OFFICE OF
DECARLO & KNOERR, P.A.

4984 North Pine Island Road
Lauderhill, Florida 33351

P99000044728

September 23, 1999

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Florida Department of State
Division of Corporations
P.O. Box 5327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: Storyline Productions, Inc.
#P9900004478

Gentlemen:

I am enclosing, herewith, original and copy of the Articles of Amendment to Articles of Incorporation of Storyline Productions, Inc., for filing, together with a check in the amount of \$35.00 to cover cost of filing.

Please return a stamped copy to this office at your earliest possible convenience.

Very truly yours,

DeCARLO & KNOERR, P.A.


Terry O'Connor
Legal Assistant

/toc

Encs.

FILED
99 DEC 13 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

V. SHEPARD DEC 15 1999



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

October 8, 1999

TERRY O'CONNOR
4984 NORTH PINE ISLAND RD.
LAUDERHILL, FL 33351

SUBJECT: STORYLINE PRODUCTIONS, INC.
Ref. Number: P99000044728

We have received your document for STORYLINE PRODUCTIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 899A00048807

TO: ↑
Rec'd 12/13

FILED
99 DEC 13 AM 10:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION OF
STORYLINE PRODUCTIONS, INC.,
A FLORIDA CORPORATION.

The undersigned, acting as Incorporator of STORYLINE PRODUCTIONS, INC., a Florida corporation, (the "Corporation"), under the Florida Business Corporation act, chapter 607 of the Florida Statutes, hereby adopts the following Articles of Amendment to the Articles of Incorporation for such Corporation:

1. The name of the Corporation is STORYLINE PRODUCTIONS, INC., a Florida corporation, and the street address and initial principal office of the Corporation is 1535 Drexel Avenue, Suite 4, Miami, Florida 33139, and the mailing address of the Corporation is 1535 Drexel Avenue, Suite 4, Miami Beach, Florida 33139.

2. The Articles of Incorporation of STORYLINE PRODUCTIONS, INC., is hereby amended to add the following Officers of the Corporation as follows:

Officer:	Name and Address:
President	Dania Graibe 1535 Drexel Avenue, Suite 4 Miami Beach, Florida 33139
Vice President	Hiliary Fitch 1535 Drexel Avenue, Suite 4 Miami Beach, Florida 33139

3. The foregoing Articles of Amendment to the Articles of Incorporation of STORYLINE PRODUCTIONS, INC., a Florida corporation, was adopted a Board of Directors Meeting held on the 11th day of August, 1999. Shareholder action is not required.

IN WITNESS WHEREOF, the undersigned Director has executed these Articles of Amendment on this 20th day of August, 1999.


DANIA GRAIBE, Director