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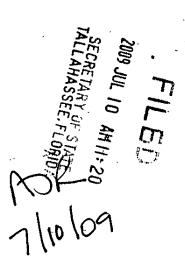
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TALL AMASSEE, FLORIDA



	SPIEGEL & UTRERA, P.A.				. *
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ARTICLES OF AMENDMENT

FILED
2009 JUL 10 AM 11: 20
SECRETARY OF STATE
TALLAHASSEE, FLORID.

TO

ARTICLES OF INCORPORATION

OF

ACTORS & MODELS CAREER CENTER, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The name of this corporation shall be changed to ARIZONA RED-CAT

ENTERTAINMENT INC.

SECOND:

The date of the adoption of this amendment is the 29 June 2009.

THIRD:

The amendment was approved by the shareholders. The number of votes cast for the

amendment was sufficient for approval.

FOURTH:

This amendment shall be effective upon the filing of these Articles of Amendment

to Articles of Incorporation with the Secretary of State of Florida.

Signed this 29 June 2009.

Manny A. Rodriguez, President