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BASIC AMENDMENT

COASTLINE ENTERTAINMENT, INC.

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**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
COASTLINE ENTERTAINMENT, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, being a natural person competent to contract, does hereby make, subscribe and file these Articles of Amendment to the Articles of Incorporation of COASTLINE ENTERTAINMENT, INC., a Florida corporation pursuant to Section 607.1006 of the Florida Business Corporation Act:

1. The name of the corporation is COASTLINE ENTERTAINMENT, INC. (the "Company"), bearing Document Number P99000074204.
2. Pursuant to Written Consent of the Board of Directors of said Corporation, the Board of Directors approved the amendment to the Corporation's Articles of Incorporation as follows:

**ARTICLE I
CORPORATE NAME**

The name of this Corporation shall be: MILLENNIUM ARTISTS, INC.

The foregoing amendment was adopted pursuant to Written Consent of the Board of Directors of the Corporation, dated May 2, 2000, in accordance with Sections 607.0821 and 607.1005 of the Florida Business Corporation Act. No shares have been issued; therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the Chief Executive Officer of this Corporation, has executed these Articles of Amendment as of the 2nd day of May, 2000.


Frank Rosso
Director and Chief Executive Officer

CHARLES B. PEARLMAN, ESQ., FLA BAR #235547
Atlas Pearlman, P.A.
350 East Las Olas Boulevard, Suite 1700
Fort Lauderdale, Florida 33301
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