

Merrill A. Bookstein
Counselor at Law, P.A.

4800 North Federal Highway
Suite 201B
Boca Raton, Florida 33431

(561) 361-9454

Fax: (561) 361-9843

E-Mail: M.Bookstein@aol.com

P99000078306

February 4, 1999

Secretary of State
Amendment Division
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Article I - Name Change and Amended Article III

Dear Sir/Madam:

Enclosed, please find two fully executed First Amendment to Articles of Incorporation with regard to the above changes.

We are also enclosing our check in the amount of \$87.50 which covers the following:

Filing Fee - Name Change	\$ 35.00
Certified Copy of the Amendment	\$ 52.50 <u> </u>
Total:	\$ 87.50

Very truly yours,

MERRILL A. BOOKSTEIN
COUNSELOR AT LAW, P.A.

Merrill A. Bookstein
MAB/es
Enc.

900003295349--0
-06/19/00--01083--001
*****87.50 *****87.50

00 JUN 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

AC
amend
M/C

Audit No.

**FIRST AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SONG 1, INC.**

1. The name of the corporation is Song 1, Inc. (the "Corporation") and was incorporated on August 30, 1999 under document number P99000078306.

2. Article I of the Articles of Incorporation is amended to read:

The name of the corporation is Song1, Inc.

3. Article III of the Articles of Incorporation is amended to read:

The number of shares of stock of the Corporation is authorized to have outstanding at any one time is 1,000 common shares having \$.01 par value.

4. The foregoing amendment was unanimously adopted by the Board of Directors and Shareholders of the Corporation pursuant to their written consent dated May 4, 2000.

IN WITNESS WHEREOF, the undersigned President of the Corporation has signed this First Amendment to the Articles of Incorporation on May 31, 2000.

Attest: _____

Song 1, Inc.

By: _____

Merrill A. Bookstein, President

Audit No.

FILED
00 JUN 19 AM 9:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA