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Division of Corporations  
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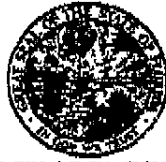
## BASIC AMENDMENT

ATOMIC STUDIOS, INC.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris  
Secretary of State

November 15, 1999

ATOMIC STUDIOS, INC.  
2927 SW 1ST AVENUE  
MIAMI, FL 33129

SUBJECT: ATOMIC STUDIOS, INC.  
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We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

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) 487-6880.

Karen Gibson  
Corporate Specialist

FAX Aud. #: H99000028703  
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## ARTICLES OF AMENDMENT

### Article I. Name

The name of this Florida corporation is Atomic Studios, Inc.

### Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from Atomic Studios, Inc. to Atomic Arts, Inc.

### Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on the date shown below.

### Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Atomic Studios, Inc.

By: \_\_\_\_\_

Name: Sergio Yanes

Title: Director and President

Date: 11/11/99

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Corporate Creations International Inc. Florida  
941 Fourth Street #200  
Miami Beach FL 33139  
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