

CORPORATE
ACCESS,
INC.

236 East 6th Avenue . Tallahassee, Florida 32303

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Amend

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TALLAHASSEE, FLORIDA

1.) Hot JWP music, Inc.
(CORPORATE NAME & DOCUMENT #)

2.)
(CORPORATE NAME & DOCUMENT #)

3.)
(CORPORATE NAME & DOCUMENT #)

4.)
(CORPORATE NAME & DOCUMENT #)

5.)
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DIVISION OF CORPORATIONS
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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
HOT JWP MUSIC, INC.

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TALLAHASSEE, FLORIDA

1. The name of the Corporation is HOT JWP Music, Inc.
2. Article 5 of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

The principal office of this Corporation is:

715 E. Hallandale Beach Blvd.
Hallandale, Florida 33009

The mailing office of this Corporation is:

c/o Kirkpatrick & Lockhart, LLP
201 S. Biscayne Blvd.
20th Floor
Miami, Florida 33131

3. Article 6 of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

The street address of the registered office of this Corporation in the State of Florida and the Corporation's registered agent at that office shall be:

Kirkpatrick & Lockhart, LLP
201 S. Biscayne Blvd.
20th Floor
Miami, Florida 33131

4. Article 7 of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

The business of the corporation shall be managed by the Board of Directors consisting of not fewer than one (1) person, the exact number to be determined from time to time in

accordance with the by-laws. The name(s) and address(es) of the Officers and Board of Directors who shall serve until the annual meeting of the shareholders or until their successors are elected and qualified shall be:

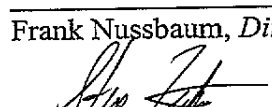
<u>NAME</u>	<u>TITLE</u>	<u>ADDRESSES</u>
Paul Klein	President/Director	715 E. Hallandale Beach Blvd. Hallandale, Florida 33009
Frank Nussbaum	Vice President/Director	715 E. Hallandale Beach Blvd. Hallandale, Florida 33009
Steven Zucker	Chief Financial Officer/ Director	715 E. Hallandale Beach Blvd. Hallandale, Florida 33009
Sharon Slade-Klein	Vice President/Director	715 E. Hallandale Beach Blvd. Hallandale, Florida 33009
Claudia Domenech	Secretary/Controller/ Director	715 E. Hallandale Beach Blvd. Hallandale, Florida 33009


5. These Articles of Amendment were approved by the shareholders of the corporation on November 20, 2001 by unanimous written consent of the shareholders and the number of votes cast for the amendment by the shareholders were sufficient for approval.

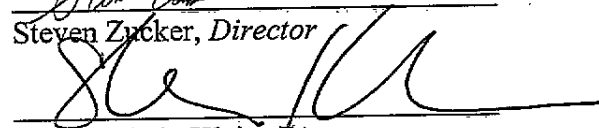
6. The foregoing amendment was approved and adopted by the Board of Directors on November 20, 2001.

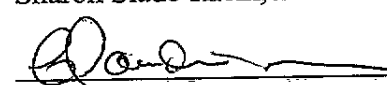
IN WITNESS WHEREOF, I have executed these Articles of Amendment, as director, this 20 day of November, 2001.


Paul Klein, Director


Frank Nussbaum, Director


Steven Zucker, Director


Sharon Slade-Klein, Director


Claudia Domenech, Director

**CERTIFICATE ACCEPTING DESIGNATION AS
AN AGENT UPON WHOM SERVICE OF PROCESS WITHIN
THIS STATE MAY BE SERVED**

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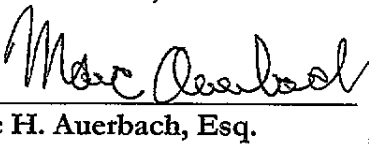
The following is submitted pursuant to Sections 48.091 and 607.0501 of the Florida

Statutes:

Having been appointed registered agent of HOT JWP Music, Inc., in its Articles of Amendment, at the place designated in such Articles of Amendment, the undersigned hereby agrees to act in this capacity and affirms that it is familiar with, and accepts, the obligations of such position.

Kirkpatrick & Lockhart, LLP

By:


Marc H. Auerbach, Esq.

Dated: November 15, 2001