

THE
ABN
GROUP

PINECASTLE/WEBCO RECORDS
AMERICAN BLUEGRASS NETWORK
MUSIC SHED

500711

April 10, 1997

Secretary of State
409 E. Gaines Street
Tallahassee FL 32399

Attn: Darlene Connel

Re: Amendment to Articles of Incorporation:
Pine Castle Recording Co., Inc.

CF.35

FILED
97 APR 15 PM 3:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dear Ms. Connel:

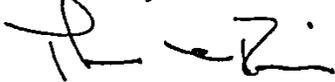
Enclosed please find a copy of Articles of Amendment to Articles of Incorporation for the above referenced matter along with our check in the amount of \$35.00, representing your fees for filing same. Please return a conformed copy in the enclosed envelope.

Please call me if you have any questions.

600002150056--0
-04/22/97--01011--014
*****35.00 *****35.00

Thank you.

Sincerely,



Thomas W. Riggs
President
PINE CASTLE RECORDING CO., INC.

Amendment
4/16/97
JR



Member of
NAIRD

5108 SOUTH ORANGE AVE • ORLANDO FL 32809
407.856.0245 • FAX 407.858.0007

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PINE CASTLE RECORDING CO., INC.

FILED
97 APR 15 PM 3: 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Chapter 607, Florida Statutes, the undersigned corporation adopted the following articles of amendment to its articles of incorporation, filed September 17, 1990, number S00711.

First: Article IV, Capital Stock paragraph numbered 1 shall be amended to read as follows:

1. Number and Class of Shares Authorized; Par Value. The capital stock authorized, the par value thereof and the class of said stock shall be as follows:

Number of shares Authorized	Par Value Per Share	Class of Stock
1,000,000	\$1.00	common

The consideration for all the above stock shall be payable in cash, property (tangible and intangible), labor or services, in lieu of cash: all at adjust valuation to be fixed by the Board of Directors of the Corporation.

SECOND: The date of the amendment's adoption: April 12, 1997.

The amendment of Article IV, paragraph 1 above was adopted by unanimous consent of the Board of Directors and all of the Stockholders at a joint meeting of the Board of Directors and Stockholders held on the 12th day of April, 1997 at 2:00 p.m. at the offices of the corporation.

DATED 12th day of April, 1997.

PINE CASTLE RECORDING CO., INC.

By: 
President

STATE OF FLORIDA

COUNTY OF ORANGE

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State aforesaid and County aforesaid, to take acknowledgments, personally appeared Thomas W. Riggs, and acknowledged to me that he/she executed said instrument for the purposes therein expressed. For purposes of identification, he/she is personally known to me or has produced _____ (driver's license) as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 12th day of April, 1997.

Kathleen J. Bowen
Notary Public
Print Name: Kathleen J. Bowen
My Commission Expires: _____

