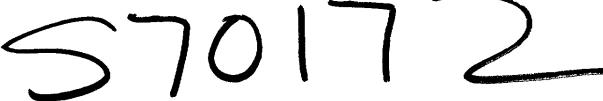
Division of Corporations



## Florida Department of State

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### BASIC AMENDMENT

DREAMWERKS PRODUCTION GROUP, INC.

Certificate of Status	1
Certified Copy	0
Page Count	02
Estimated Charge	\$43.75
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NCC/2/28/99

PAGE 02

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#### ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

# DREAMWERKS PRODUCTION GROUP, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST:

Amendment(s) adopted:

ARTICLE I NAME

The name of the corporation shall be:

DREAMWERKS PRODUCTION GROUP, INC.

Is amended to read as follows:

ARTICLE I NAME

The name of the corporation shall be:

MILLENNIUM GROUP ENTERTAINMENT, INC.

SECOND: If any amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Prepared By:
Bruce B. Hubbard
77 East John St.
Hicksville, New York 11801
1-516-935-3940

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•	
THIRD:	The Date of each amendment's adoption: December 20th, 1999
FOURTH:	Adoption of Amendment(s) (CHECK ONE):
ď	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups.  The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by"  voting group
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
Signat	Signed this day of DEC 19 99
	Jonathan N. Harris Typed or printed name
	President