

EDGE PUBLISHING

EDITING • MARKETING • DISTRIBUTION

2175 N. Forsyth Rd. Orlando, FL 32807 (407) 673-9980/673-9981 (fax) V10917

August 17, 1998

Florida Dept. of State Division of Corporations P.O. Box 6327 Tallahassee, Fl 32314

To Whom It May Concern,

Enclosed please find two (2), Articles of Amendment to our Articles of Incorporation to change our corporate name from Edge Publishing Inc. to New City Publishing. Your office sent us two different forms to complete, and since we are not sure which one is most appropriate I have sent them both. I am the only officer and shareholder, so I am not sure whether we need to have a shareholder's approval in this case.

I have also enclosed a check in the amount of \$35 for the filing fee.

If you should have any questions please give me a call at (407) 673-9980.

Sincerely

George Fencl

Publisher

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VS SEP 0 9 1998



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 27, 1998

GEORGE FENCL EDGE PUBLISHING 2175 N. FORSYTH RD. ORLANDO, FL 32807

SUBJECT: EDGE PUBLISHING INC.

Ref. Number: V10917

We have received your document for EDGE PUBLISHING INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

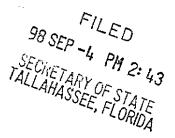
Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard Corporate Specialist

Letter Number: 098A00044513

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



Edge Publishing Inc (present name)

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: (indicate article number(s) being amended, added or deleted)
A special meeting was called by the Chairman of the Board of
Directors of Edge Publishing on August 11th, 1998 at 2175 N. Forsyth
Rd. Orlando, Fl 32807. At this time the Board unanimously approved
changing the corporate name from Edge Publishing Inc. to New City
Publishing, Inc. accordance with the provisions under Artcle X, Section
1 of the corporate bylaws. The proposal was submitted to the
sahreholders and approved unanimously The new name will become
effective upon filing with the Florida Dept of State, Division of
Corp[orations.

SECOND: If an 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:

| THIRD: The date of each amendment's adoption: | |
|---|--|
| FOURTH: Adoption of Amendment(s) (CHECK ONE) | |
| 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 | |
| toms brook | |
| 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. | |
| Signed this 11th day of August , 1998. | |
| Signature <u>leo eg</u> <u>Seur</u> | |
| (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | |
| OR | |
| (By a director if adopted by the directors) | |
| OR | |
| (Dec an improve and a sign of the improvement of | |
| (By an incorporator if adopted by the incorporators) | |
| (By an incorporator if adopted by the incorporators) | |
| George Fehcl Typed or printed name | |
| George Fehcl | |