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Division of Corporations

Fax Number

: (850)205-0380

From:

Account Name : THE BUSINESS LAW GROUP

Account Number: 120000000233

Phone (407)835-1234 : (407)425~0032 Fax Number

BASIC AMENDMENT

RAVEN MOON ENTERTAINMENT, INC.

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ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF RAVEN MOON ENTERTAINMENT, INC.

RAVEN MOON ENTERTAINMENT, INC., a Florida corporation (the "Corporation"), hereby emends its Articles of Incorporation as follows:

Section 1(a) of Article IV of the Articles of incorporation of the Corporation is hereby deleted in its entirety and amended to mad as follows:

ARTICLE IV.

- 1. <u>Authorized Stock</u>. This Corporation is authorized to issue the following shares of capital stock:
- (a) <u>Common Stock</u>. The aggregate number of shares of Common Stock that the Corporation shall have authority to issue is 400,000,000 shares with a par value of \$.0001 per share.
- 2. The foregoing Amendment was adopted on August 12, 2004, by the duty authorized vote of the majority shareholders of the Corporation. Except as amended hereby, the rest and remainder of the Corporation's Articles of Incorporation shall be and remain in full force and effect. The number of votes cast by the majority shareholders for the Amendment was sufficient for approval by the shareholders.
 - 3. This Amendment shall become effective upon filing.

Dated this 12 day of August, 2004.

RAVEN MOON ENTERTAINMENT, INC.

Joey DiFrances President

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