

**ARTICLES OF AMENDMENT
 TO
 ARTICLES OF INCORPORATION
 OF
 ENHANCED MUSIC PRODUCTS CORPORATION**

FILED

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IDAHO SECRETARY OF STATE

06/09/1998 09:00
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Pursuant to the provisions of Sections 30-1-1003 and 30-1-1006 of the Idaho Business Corporation Act (the "*Act*"), Enhanced Music Products Corporation, an Idaho corporation (the "*Corporation*"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The name of the Corporation is Enhanced Music Products Corporation.

SECOND: Article I of the Articles of Incorporation is amended in its entirety to read as follows:

ARTICLE I

The name of the corporation shall be RECREATIONAL MUSIC, INC.

THIRD: The amendment does not provide for an exchange, reclassification or cancellation of any issued shares.

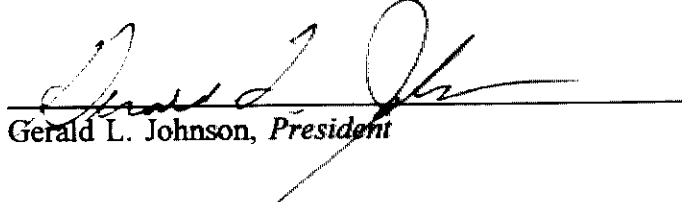
FOURTH: The foregoing amendment was adopted by the shareholders of the Corporation on April 28, 1998.

FIFTH: The designation, number of outstanding shares, number of shares entitled to vote, and number of votes represented at the meeting is as follows:


<u>Designation</u>	<u>Number of Shares Outstanding</u>	<u>Number of Shares Entitled to Vote</u>	<u>Number of Shares Represented at Meeting</u>
Common Stock	2,065,625	2,065,625	2,065,625
Series A Preferred	320,500	320,500	311,250

SIXTH: (A) The total number of votes cast for the amendment by the holders of Common Stock was 2,000,000, the number of votes cast against the amendment was 65,625, and the number of votes cast by the holders of Common Stock was sufficient for approval by that voting group; and (B) the total number of votes cast for the amendment by the holders of Series A Preferred was 311,125, the number of votes cast against the amendment was 0, and the number of votes cast by the holders of Series A Preferred was sufficient for approval by that voting group.

EXECUTED IN DUPLICATE this 19th day of May, 1998.


Gerald L. Johnson, *President*

Attest:


J. Thomas Pawlowski, *Secretary*