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(City/State/Zip/Phone #)

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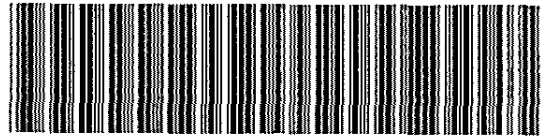
(Business Entity Name)

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CORPORATION(S) NAME

Alter Entertainment Group, LLC

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- Reinstatement
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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

Alter Entertainment Group, LLC

(Present Name)
(A Florida Limited Liability Company)

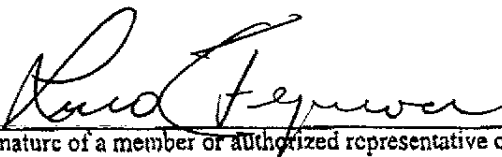
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FIRST: The date of filing of the articles of organization was December 11, 2002.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

1. Mario Sopena resigned as Managing Member of Alter Entertainment Group, LLC.
2. Lino Figueroa was elected Managing Member of Alter Entertainment Group, LLC, and his address is: 247 23rd Street, Miami Beach, FL 33139.

Dated August 24, 2004.



Signature of a member or authorized representative of a member

Lino Figueroa, Managing Member, Alter Entertainment Group, LLC

Typed or printed name of signee