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ACCOUNT NO. : 072100000032

REFERENCE : 448094 132254A

AUTHORIZATION :

COST LIMIT : \$ PRPEAID

ORDER DATE : July 1, 1997

ORDER TIME : 9:58 AM

ORDER NO. : 448094-005

CUSTOMER NO: 132254A

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-07/01/97--01061--013
*****35.00 *****35.00

CUSTOMER: Susan W. Carlson, Esq
Bronstein Carlson Gleim &
Suite 1100
150 Second Avenue, North
St. Petersburg, FL 33701

DOMESTIC AMENDMENT FILING

NAME: CEA TEMPEST, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. HolliDay

EXAMINER'S INITIALS:

FILED
97 JUL -1 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC ORG
71

RECEIVED
97 JUL -1 AM 10:50
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION
OF
CEA TEMPEST, INC.

FILED
97 JUL -1 PM 2:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned corporation, in accordance with the Florida Business Corporation Act and its Bylaws, hereby adopts the following Articles of Amendment:

1. The name of the Corporation is CEA TEMPEST, INC.

2. Article I of this Corporation's Articles of Incorporation is hereby amended in its entirety so as to read, after amendment, as follows:

"ARTICLE I

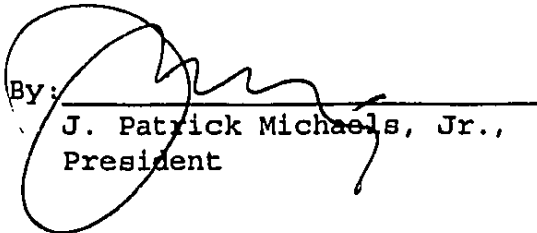
"The name of this Corporation is: CEA BROADCAST PARTNERS (U.K.), INC."

3. This Amendment has been adopted by unanimous Written Action of the Directors and Shareholders of the Corporation on June 25, 1997, which vote is sufficient to approve the adoption of the Amendment.

4. This Amendment has been adopted by a majority of the holders of the only class of stock of the Corporation and by all of the Directors of the Corporation, pursuant to Written Action dated June 25, 1997, which vote is sufficient to approve the adoption of the Amendment.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Amendment on behalf of the Corporation this 25th day of June, 1997.

CEA TEMPEST, INC.,
a Florida corporation

By: 

J. Patrick Michaels, Jr.,
President