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From: Account Name : C T CORPORATION SYSTEM
Account Number : FCA0000000023
Phone : (850) 222-1092
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ALLAHASSEE, FLORIDA

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BASIC AMENDMENT
DODGERTOWN, INC.

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

February 27, 2004

DODGERTOWN, INC.
P.O. BOX 900
ATTN: TAX DEPT.
BEVERLY HILLS, CA 90213

SUBJECT: DODGERTOWN, INC.
REF: 287785

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The new name of the corporation is not legible. *& See below!*

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) 245-6869.

Teresa Brown
Document Specialist

FAX Aud. #: H04000042474
Letter Number: 904A00013113

& Name is "Fox Town Holdco, Inc."

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION OF
DODGERTOWN, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, Dodgertown, Inc., a Florida corporation (hereinafter the "Corporation"), hereby adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Article First of the Articles of Incorporation of the Corporation is hereby amended to read in its entirety as set forth below:

"The name of the corporation is Fox Town Holdings, Inc."

SECOND: The date of the amendment's adoption is: February 19, 2004.

THIRD: The amendment was approved by the sole shareholder of the Corporation by unanimous written consent in lieu of a meeting in accordance with the provisions of Section 607.0704, Florida Statutes. The number of votes cast for the amendment was sufficient for approval.

[signature page follows]

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be duly executed in its corporate name this 22nd day of February, 2004.

Dodgertown, Inc.

By: David D. Dyer Jr.
Name: David Dyer Jr.
Title: CEO, CEO