

F010000000187

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

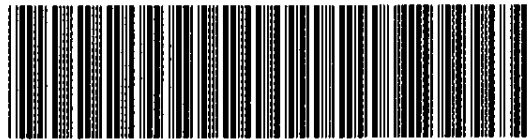
(Business Entity Name)

(Document Number)

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12 JAN 12 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Handwritten signature and date: 1/13/12

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Live Nation Family Entertainment, Inc.
Name of Corporation

DOCUMENT NUMBER: F01000000187

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Miguel Peschiera
Name of Contact Person

Key Brand Entertainment, Inc.
Firm/Company

1619 Broadway, 9th Floor
Address

New York, NY 10019
City/State and Zip Code

miguel.peschiera@broadwayacrossamerica.com
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Miguel Peschiera at (917) 421-5494
Name of Contact Person Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)



\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

F01000000187

(Document number of corporation (if known))

1. Live Nation Family Entertainment, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. January 11, 2001
(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 20, 2008

5. Key Brand Family Entertainment, Inc.
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.



(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Seth Popper
(Typed or printed name of person signing)

Secretary
(Title of person signing)

12 JAN 12 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "LIVE NATION FAMILY ENTERTAINMENT, INC.", CHANGING ITS NAME FROM "LIVE NATION FAMILY ENTERTAINMENT, INC." TO "KEY BRAND FAMILY ENTERTAINMENT, INC.", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF MARCH, A.D. 2008, AT 4:03 O'CLOCK P.M.



3022700 8100

111252886

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9272437

DATE: 01-04-12

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:07 PM 03/20/2008
FILED 04:03 PM 03/20/2008
SRV 080340734 - 3022700 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
LIVE NATION FAMILY ENTERTAINMENT, INC.
PURSUANT TO SECTION 242**

Live Nation Family Entertainment, Inc. (the "Corporation"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify as follows:

FIRST: The Certificate of Incorporation of the Corporation is hereby amended by deleting Article FIRST thereof in its entirety and inserting the following in lieu thereof:

"FIRST: The name of the corporation is Key Brand Family Entertainment, Inc."

SECOND: That in lieu of a meeting and vote of the stockholders, stockholders having not less than the minimum number of votes required to approve this amendment have provided a written consent to this amendment in accordance with Section 228(a) of the General Corporation Law of the State of Delaware.

THIRD: That in lieu of a meeting and vote of the Board of Directors, the directors have given unanimous written consent to such amendment in accordance with Section 141(f) of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused John Gore, President and Secretary to execute this Certificate of Amendment on March 20, 2008.

LIVE NATION FAMILY ENTERTAINMENT,
INC.

By: 
John Gore, President and Secretary

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "KEY BRAND FAMILY ENTERTAINMENT, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE NINTH DAY OF DECEMBER, A.D. 2011.



3022700 8300

111268422

You may verify this certificate online
at corp.delaware.gov/authver.shtml


Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 9216879

DATE: 12-09-11