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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
850-222-1092

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DEC -8 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DATE: 1/8

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-12/08/00--01075--007
*****35.00 *****35.00

Corporation(s) Name

Country Weekly, Inc
CA TD -1
Country music group, Inc

Name
Change
Amend

☐ Profit
☐ Nonprofit

☒ Amendment

☐ Merger

☐ Foreign
☐ LLC

☐ Dissolution
☐ Withdrawal

☐ Mar

☐ Limited Partnership
☐ Reinstatement
☐ UCC ☐ 1 or ☐ 3

☐ UBR
☐ Fictitious Name

☐ Other
☐ Ch. RA

***Special Instructions**

☐ Certified Copy
☐ Photocopies
☐ CUS
☐ arts/amends/mergers ☐ Other-See Above

☒ Walk in ☒ Pick-up ☐ Will Wait

Please Return Filed Stamped
Copies To:

Jeffrey Butterfield

Thank You!

ADR

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

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC -8 PM 3:43

FILED

SECTION I (1-3 must be completed)

1. Country Weekly, Inc.

Name of corporation as it appears within the records of the Department of State.

2. Incorporated under laws of: Delaware

3. Date authorized to do business in Florida: 01/18/94

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?

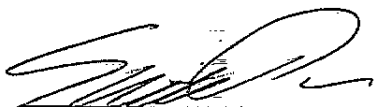
8-7-00

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated," or appropriate abbreviation, if not contained in new name of the corporation:

Country Music Group, Inc.

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

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



Signature
Name and Title

Scott Price, VP, CG & Secretary

9/25/00


Date

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, 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 "COUNTRY WEEKLY, INC.", CHANGING ITS NAME FROM "COUNTRY WEEKLY, INC." TO "COUNTRY MUSIC GROUP, INC.", FILED IN THIS OFFICE ON THE SEVENTH DAY OF AUGUST, A.D. 2000, AT 4 O'CLOCK P.M. - - -




Edward J. Freel, Secretary of State

AUTHENTICATION: 0834336

2367853 8100

001608585

DATE: 12-06-00

AUG-07-2000 14:58

07.034.013

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 04:00 PM 08/07/2000
001398896 - 2367853

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION

Country Weekly, Inc. a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,
DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of Country Weekly, Inc. be amended by changing the First Article thereof so that, as amended, said Article shall be and read as follows:

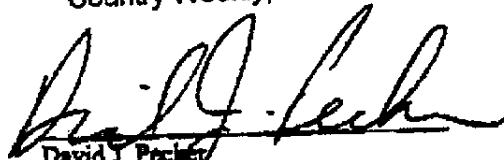
The name of the corporation is Country Music Group, Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.


THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Country Weekly, Inc. has caused this certificate to be signed by David J. Pecker, John Miley and Scott Price its directors, this 7th day of August, 2000.

Country Weekly, Inc.


David J. Pecker


John Miley


Scott Price