(6278)

UNITED MEDIA GROUP 133A Gaither Drive Mount Laurel, NJ 08054

April 16, 1997



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Dear Sir or Madam:

Enclosed is Amendment to the Articles of Incorporation of United Media Group (Formerly Littman Venture Corp.). Please process and return an original Amendment and two (2) Certificates of Good Standing via UPS next day air (account slip enclosed). Also enclosed is a check for \$52.50 as per your fee schedule.

Thank you,

Randy Brasmer Assistant Secretary

A.C.HM AAG

APR-23-97 08.05 FROM .

AMENDMENT TO ARTICLES OF INCORPORATION OF

LITTMAN VENTURES CORP.

The undersigned, being a director of Littman Ventures Corp., does hereb amend the Articles of Incorporation of the Company as follows:

ARTICLE I NAME

The name of this corporation shall be UNITED MEDIA GROUP, INC.

ARTICLE III CAPITAL STOCK

Article III is hereby amended to read as follows:

This corporation is authorized to issue an aggregate of 105,000,000 shares of which 100,000,000 shares shall be \$.0001 par value Common Stock and 5,000,000 shares shall be \$.01 par value Preferred. The Common Stock shall have voting rights of one vote per share. The Board of Directors may issue the Preferred Stock from time to time in one or more series, to have such voting right, preference in dividends and in liquidation and such other rights, preferences and conditions as the Board of Directors may designate by an amendment to these Articles of Incorporation by action duly adopted without shareholder action and shareholder action shall not be required therefore fully-paid stock of this Corporation shall not be liable to any further call or assessment.

I hereby certify that a majority vote of the shareholders and directors of the Corporation adopted the following on April 16, 1997 and that the number of votes cast was sufficient for approval. IN WITNESS WHEREOF, I have hereunto subscribed to and executed this Amendment to Articles of Incorporation this 16th day of April 1997.

Randy Brascher, Director

Randy Brasmer, who is personally known to me, or who has produced AZDL # B13544531 as identification, acknowledged the foregoing instrument before me on April 16, 1997.

My Commission Expires:

7-09-99

Notary Public

OFFICIAL SEAL MELVIN E. RICHARDS II MARICOPA COUNTY Ż My Commission Expires 7-03-99 annunununun v