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ACCOUNT NO. : 072100000032

REFERENCE : 781416 7229347

AUTHORIZATION

Patricia Pijoto

COST LIMIT : \$ 55.00

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ORDER DATE : October 14, 2002

ORDER TIME : 10:50 AM

ORDER NO. : 781416-005

CUSTOMER NO: 7229347

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CUSTOMER: Ms. Anna Krimshtein
Kilpatrick Stockton LLP
Suite 2000
200 South Biscayne Boulevard
Miami, FL 33131

DOMESTIC AMENDMENT FILING

NAME: THE MEDIA GROUP, LLC

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Norma Parramore -- EXT# 1147

EXAMINER'S INITIALS:

DIVISION OF CORPORATION

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF ORGANIZATION
OF
THE MEDIA GROUP, LLC**

Pursuant to Section 608.411, Florida Statutes, this Florida limited liability company adopts the following articles of amendment to its articles of organization:

FIRST: Amendment adopted - Article I of the Articles of Organization of The Media Group, LLC is amended by deleting the same in its entirety and inserting in lieu thereof the following new Article I:

ARTICLE I

The name of this limited liability company is:

LINCOLN ROAD MAGAZINE LLC

SECOND: The date of the amendment's adoption was October 11, 2002.

THIRD: The amendment was approved by the sole member of The Media Group, LLC. The number of votes cast for the amendment was sufficient for approval.

Signed this 11th day of October, 2002.

THE MEDIA GROUP, LLC

By: Kevin A. Hernandez
Kevin A. Hernandez, Member