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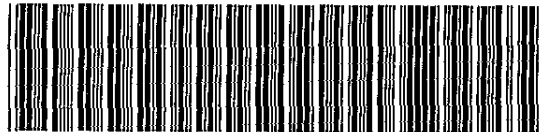
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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Truth Entertainment, LLC

Please
fee
15



Signature

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Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

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Trade/Service Mark

Merger File

Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

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Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

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UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO ARTICLES OF ORGANIZATION OF
TRUTH ENTERTAINMENT, LLC**

FIRST: The date of filing of the articles of organization was **10/21/2002**.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

(1) The Company's principal address shall be: **1622 Pennsylvania Avenue, Suite #201**
Miami Beach, FL 33139.

(2) The Company's mailing address shall be: **1622 Pennsylvania Avenue, Suite #201**
Miami Beach, FL 33139

(3) The Company shall have one (1) Member as follows, who shall also be the Company's sole Manager:

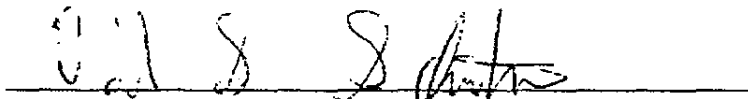
David S. Schutzman

1622 Pennsylvania Ave., Suite #201

Miami Beach, FL 33139

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DATED: March 21, 2003, to be effective immediately upon filing with the Division of Corporations, Florida Department of State



Signature of a member or authorized representative of a member

Typed or printed name of signer: **DAVID S. SCHUTZMAN**

Filing Fee: \$25.00