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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

KARIN MODELS OF AMERICA, LLC

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida limited liability company is Karin Models of America, LLC

Article II. Date of Articles of Organization

The Company's Articles of Organization were filed on September 29, 2003.

Article III. Amendment

The Articles of Organization of the Limited Liability Company are amended so that the name of the Limited Liability Company is changed from Karin Models of America, LLC to MC2 Models Management, LLC

Article IV. Date Amendment Adopted

The amendment set forth in these Articles of Organization was adopted on the date shown below.

The undersigned executed this document on the date shown below.

Karin Models of America, LLC

By: [Signature]
by T. Bacz as attorney-in-fact

Name: James Wilets

Title: Authorized Person

Date: September 2, 2005

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TALLAHASSEE, FLORIDA

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