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LIMITED LIABILITY AMENDMENT

KARIN MODELS USA, LLC

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ARTICLES OF AMENDMENT

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Article I. Name

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

Article II. Date of Articles of Organization

The Company's Articles of Organization were filed on December 2, 2003.

Article III. Amendment

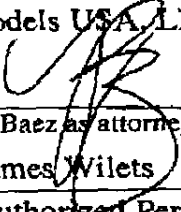
The Articles of Organization of the Limited Liability Company are amended so that the name of the Limited Liability Company is changed from Karin Models USA, LLC to MC2 Models Miami, LLC

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 USA, LLC

By: 
by T. Baez as attorney-in-fact

Name: James Wilets

Title: Authorized Person

Date: September 2, 2005

Luis Font, P.A.
1160 NE 100th Street
Miami Shores FL 33138
305-754-4322

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