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July 12, 2005

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32309

RE: Cinema Rocks, LLC.

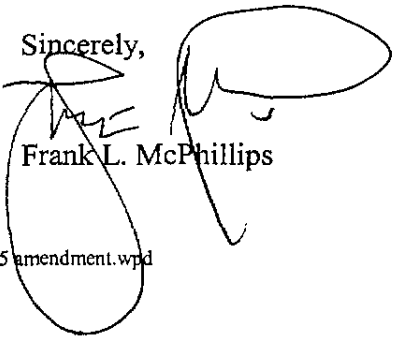
Dear Sir or Madam:

Enclosed please find Articles of Amendment of Cinema Rocks, LLC., along with a check in the amount of \$25.00 for filing same.

Once the Articles are filed, please forward us a stamped copy in the self-addressed envelope enclosed.

Thank you for your assistance.

Sincerely,


Frank L. McPhillips

/jc

Enclosures

M:\Baron\Cinema Rocks, LLC\LETTERS\L-Sec of State 7-12-05 amendment.wpd

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**AMENDMENT TO THE
ARTICLES OF ORGANIZATION**

OF

CINEMA ROCKS, LLC.

WHEREAS, the Members filed the Articles of Organization for Cinema Rocks, LLC. on February 19, 2004, and were issued document number L04000013584;

WHEREAS, all of the Members desire to change the name of the Company from Cinema Rocks, LLC., to Admit One, LLC., and have duly adopted such name change;

WHEREAS, all of the Members have agreed to adopt this Amendment to the Articles of Organization reflecting such change;

NOW, THEREFORE, in consideration of the mutual covenants hereinafter set forth, the parties hereto agree as follows:

The name of the Limited Liability Company shall be ADMIT ONE, LLC.

Signed and accepted this 11 day of July, 2005.

CINEMA ROCKS, LLC.

By: _____

Robert M. Burton, Managing Member

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