

L96000001349

30 Main Street  
13<sup>th</sup> Floor  
Irvine, CA 92614  
714.378.9500

*CCN Capital Group, Inc.*

April 7, 1997

Florida Department of State  
Division of Corporations  
Amendment Section  
P.O. Box 6327  
Tallahassee, FL 32314

RE: Children's Cable Network of St. Petersburg/Clearwater, L.C.  
Registration Number L96000001349

FILED  
97 APR 11 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Dear Sirs/Madam:

Enclosed please find a certificate of amendment to the Articles of Organization for Children's Cable Network of St. Petersburg/Clearwater, L.C.. A check is enclosed in the amount of \$113.75 to cover the filing fees.

Please return the Acknowledgment to.

Ellis N. Younger  
CCN Capital Group, Inc.  
10231 Slater Avenue Suite 103  
Fountain Valley, CA 92708

200002140282--9  
-04/11/97--01053--002  
\*\*\*\*113.75 \*\*\*\*113.75

If you have any questions regarding this amendment, you can reach me at (800) 222-9511.

Sincerely,

*Ellis N. Younger*  
Ellis N. Younger

enclosures

*Amend & N/C*

V8 APR 15 1997

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97 APR 11 AM 9:02  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**CERTIFICATE OF AMENDMENT  
TO  
ARTICLES OF ORGANIZATION  
OF**

**CHILDREN'S CABLE NETWORK OF St. Petersburg/Clearwater L.C.**

A Florida Limited Liability Company

**FIRST:** The date of filing of the articles of organization was December 23, 1996

**SECOND:** The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

**Article 1:** The Limited Liability Company shall conduct business and activities under the name of **CHILDREN'S TELEVISION NETWORK of Tampa Bay, L.C.**

**Article 2:** The mailing address of the principal office shall be:  
**CHILDREN'S TELEVISION NETWORK of Tampa Bay, L.C.**  
712 South Oregon Avenue  
Tampa, FL 33606

**Article 4:** The Managing Member of Children's Television Network of Tampa Bay L.C., shall be:

CHILDREN'S TELEVISION NETWORK, Inc.  
712 South Oregon Avenue  
Tampa, FL 33606

**Dated :** April 1, 1997.

*Ellis N. Younger* President  
Signature of member or authorized representative of a member

Ellis N. Younger

President