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5/28/97

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FROM: CORPORATE CREATIONS INTERNATIONAL INC.

ACCT#: 073171003004

CONTACT: JIMMY C. RODRIGUEZ

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NAME: VECTOR MEDIA LLC

AUDIT NUMBER.....H97000008728

DOC TYPE.....LIMITED LIABILITY AMENDMENT

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Amendment
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Certificate of Amendment for Florida Limited Liability Company

Article I. Name

The name of this Florida limited liability company is VECTOR MEDIA LLC

The date of filing of the Articles of Organization for this limited liability company was May 23, 1997.

Article II. Amendment

The Articles of Organization of the Company are amended so that article VIII shall be removed in its entirety and replaced with the following:

The management of the company is reserved to the members. The name and address of each managing member is:

Tony Mutinani
1951 Bomar Drive
North Palm Beach, FL 33408

Kevin Ryan
1951 Bomar Drive
North Palm Beach, FL 33408

Stephen McHugh
1951 Bomar Drive
North Palm Beach, FL 33408

McCrary & Rood
1951 Bomar Drive
North Palm Beach, FL 33408

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Article III. Date Amendment Adopted

The amendment set forth in this Certificate of Amendment was adopted on May 28, 1997.

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Corporate Creations International Inc.
401 Ocean Drive, Suite 312
Miami Beach, FL 33139
(305) 672-0886

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Article IV. Member Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Company's Members and approved by the Members by a vote sufficient for approval of the amendment.

The undersigned representative of the Company executed this Certificate of Amendment on May 28, 1997.

VECTOR MEDIA LLC

By: 
Tony Mutinani, Member

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Miami Beach, FL 33139
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