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BASIC AMENDMENT

SIR FINANCIAL SERVICES II, INC.

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III MERITAS LAW FIRMS WORLDWIDE

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
SIR FINANCIAL SERVICES II, INC.**

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Statutes, **SIR FINANCIAL SERVICES II, INC.**, adopts the following Articles of Amendment to its Articles of Incorporation:

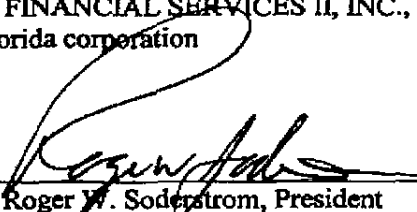
1. The name of the corporation is SIR FINANCIAL SERVICES II, INC.
2. The original Articles of Incorporation for the corporation were filed on June 25, 2002, and assigned Charter No. P02000070389.
3. By written consent action executed on July 21, 2003 by the shareholders and directors of the corporation, the shareholders and directors have approved, authorized and directed that the Articles of Incorporation be amended to change the name of the corporation to "STIRLING MEDIA GROUP, INC.". The amendment was approved by the shareholders of the corporation and the number of votes cast for approval was sufficient.
4. Article I of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE I - NAME

The name of this corporation shall be **STIRLING MEDIA GROUP, INC.**

IN WITNESS WHEREOF, the President of the corporation has executed these Articles of Amendment this 21st day of July, 2003, on behalf of the corporation.

SIR FINANCIAL SERVICES II, INC.,
a Florida corporation

By: 
Roger W. Soderstrom, President

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