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CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032
REFERENCE : 168771 7127284
AUTHORIZATION : *Patricia Pajits*
COST LIMIT : \$ 43.75

ORDER DATE : July 15, 2003

ORDER TIME : 1:41 PM

ORDER NO. : 168771-005

CUSTOMER NO: 7127284

CUSTOMER: Ms. Alison Miller
Stutsman & Thames, P.a.
Suite 600
121 West Forsyth Street
Jacksonville, FL 32202

DOMESTIC AMENDMENT FILING

NAME: STAR MUSIC RETAILERS, INC. I

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
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CONTACT PERSON: Amanda Haddan -- EXT# 1155

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
STAR MUSIC RETAILERS, INC. I,
A FLORIDA CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the Florida Business Corporation Act, Sections 607.1006 and 607.1005, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

1. The name of the corporation is Star Music Retailers, Inc. I (document number P03000076794).
2. Article I of the Articles of Incorporation of the corporation shall be amended in its entirety to read as follows:

“ARTICLE I – NAME

The name of this Corporation is Star Music Retailers I, Inc.”

3. The following Articles of Amendment to Articles of Incorporation was adopted by written consent by the sole Incorporator, effective July 14, 2003, in the manner prescribed by the Florida Business Corporation Act. This Amendment has been made effective prior to the issuance of shares.

IN WITNESS WHEREOF, these Articles of Amendment to Articles of Incorporation have been executed on behalf of the corporation this 14 day of July, 2003.

STAR MUSIC RETAILERS, INC. I

By: 

Bruce E. Stutsman, Incorporator