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**BASIC AMENDMENT**

**GSE FUTBOL, INC.**

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ROGERS TOWERS

NO. 7079 P. 2

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GSE FUTBOL, INC.

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Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of this Corporation is GSE Futbol, Inc.
2. Article I of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE I - NAME

The name of the Corporation is: GSE Media, Inc."

3. The foregoing amendment was approved by the Board of Directors of the Corporation by Unanimous Written Consent on February 4, 2004, and it was recommended that the Articles of Amendment be presented to the Shareholders for adoption at a special meeting.

4. The foregoing amendment was adopted pursuant to Section 607.1003, Florida Statutes, by Written Consent of the sole Shareholder on February 4, 2004; the vote of the sole Shareholder for the amendment was sufficient for approval.

IN WITNESS WHEREOF, GSE Futbol, Inc. has caused these Articles of Amendment to Articles of Incorporation to be executed in its name by its President this 4th day of February, 2004.

GSE FUTBOL, INC.

By: 

Griffin Siegel  
President

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