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AMEND TREETS

Huseman & Marquinez, P.A.

Attorneys & Counselors at Law 6320 St. Augustine Road, Building 12 Jacksonville, Florida 32217 Telephone (904) 448-5552 Facsimile (904) 448-5653 www.jaxattys.com

May 5, 2004

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

RE: Articles of Amendment

Statement of Change of Registered Office and Registered Agent

Corp: RXTuner Magazine, Inc.

Doc. #:P0400024216

Dear Sir/Madam:

Please find enclosed for filing, Articles of Amendment and Statement of Change of Registered Office and Registered Agent for the above referenced Florida Corporation. Also enclosed with this letter is a check in the amount of \$70 for the associated filing fees.

If you require additional information, please let me know.

Sincerely,

William R. Huseman, Esq.

WRH:klh

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

RXTUNER MAGAZINE INC.

(present name)

P04000024216

(Document Number of Corporation (If known)

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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE IV INITIAL DIRECTORS Amend to read as follows:

Brian Sieber 13117 Pocosin Dr. Jacksonville, Florida 32246

Ryan Scott 1005H Rue De La Banque Creve Coeur, Missouri



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| THIRD: | The date of each amendment's adoption: March 22, 2004 | | |
|-----------|---|--|--|
| | : Adoption of Amendment(s) (CHECK ONE) | | |
| E | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. | | |
| | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): | | |
| | "The number of votes cast for the amendment(s) was/were sufficient | | |
| | for approval by," | | |
| | | | |
| ۶ | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. | | |
| | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. | | |
| | Signed this 22 md day of June 2004. | | |
| Signature | 1 Jun St | | |
| | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | | |
| | OR | | |
| | (By a director if adopted by the directors) | | |
| | OR | | |
| | (By an incorporator if adopted by the incorporators) | | |
| | Brian Sieber | | |
| | (Typed or printed name) | | |
| | President | | |

(Title)