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BASIC AMENDMENT

LA RADIO INC.

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ARTICLES OF AMENDMENT FOR THE
ARTICLES OF INCORPORATION OF
LA RADIO INC.

LA Radio Inc., a Florida corporation (the "Corporation"), hereby adopts these Articles of Amendment pursuant to section 607.1006 of the Florida Business Corporation Act, as of April 8, 2005.

1. Current Entity Name. The name of the Corporation is: LA Radio Inc.
2. Amendment to Change Entity Name. Article I of the Corporation's articles of incorporation is hereby deleted and replaced in its entirety with the following provision:

The name of the corporation is: Russ Radio Management Company

3. Approval. These Articles were approved and adopted by the sole incorporator of the Corporation. The Corporation does not have any shareholders and therefore shareholder approval is not required.

[SIGNATURE PAGE FOLLOWS]

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SIGNATURE PAGE TO THE
ARTICLES OF AMENDMENT FOR THE
ARTICLES OF INCORPORATION OF
LA RADIO INC.

IN WITNESS WHEREOF, the undersigned has executed these Articles as of the date set forth above.

LA RADIO INC.

By:



Russell A. Oasis
Incorporator