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ARTICLES OF AMENDMENTS
TO
ARTICLES OF INCORPORATION
OF

U-TURN MEDIA CORP.

The Articles of Incorporation of U-Turn Media Corp. were filed on January 29, 2008 and assigned Document Number P08000011061.

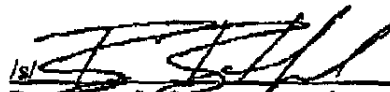
Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendments to its Articles of Incorporation:

Article I is amended to delete the old principal and mailing address. The new principal of business and mailing address for the corporation is U-Turn Media Corp., 10051 5th St. N., Suite 101, St. Petersburg, Florida 33702.

The initial director, Jim Walz, has resigned from the corporation. The new Director and office holder of the corporation is Dan Klaeren, U-Turn Media Corp., 10051 5th St. N., Suite 101, St. Petersburg, Florida 33702.

The date of each amendments adoption is August 1, 2008 and the effective date is also August 1, 2008.

The amendments were adopted by the board of directors without shareholder action and shareholder action was not required.



Bruce Botsford, Attorney and
Authorized Representative of U-Turn Media Corp.

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