

P94000046862

LAW OFFICES  
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FILED  
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SECRETARY OF STATE  
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November 8, 1999

Department of State  
Division of Corporations  
Attention: Amendments  
409 East Gaines Street  
Tallahassee, FL 32399

000003040130--1  
-11/09/99--01080--004  
\*\*\*\*\*70.00 \*\*\*\*\*35.00

**RE: Criteria Audio, Inc. and The Hit Factory of Florida, Inc.**

Dear Sir or Madam:

Enclosed for filing are the Articles of Amendment to the Articles of Incorporation to the two (2) above names corporations. Enclosed is a check in the amount of \$70.00 to cover the filing fee.

Please send me proof of filing. Thank you for your cooperation in this matter.

Very truly yours,  
GARY M. KRASNA, P.A.

  
Gary M. Krasna

N/C

V. SHEPARD NOV 18 1999

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
THE HIT FACTORY OF FLORIDA, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The following provision of the Articles of Incorporation of THE HIT FACTORY OF FLORIDA, INC., a Florida corporation ("Corporation"), filed with the Department of State on June 22, 1994, Charter No. P94000046862, be, and it is hereby, amended as shown below:

Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE I-NAME

"The name of the corporation shall be:

THE HIT FACTORY CRITERIA, INC.

The address of the principal office of this corporation shall be 111 West 57<sup>th</sup> Street, New York, New York 10019, and the mailing address of the corporation shall be the same."

The foregoing amendment was adopted by a Joint Corporate Action by the Directors and the Shareholders holding a majority of the voting stock of this Corporation, effective as of October 29, 1999

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has adopted and executed these Articles of Amendment as of October 29, 1999.

THE HIT FACTORY CRITERIA, INC.

By: 

EDWARD GERMANO, President