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6/27/97
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Art of Inc. File 585.00 35.00

LTD Partnership File_____

Foreign Corp. File_____

L.C. File_____

Fictitious Name File

Name Reservation

Merger File.

Art. of Amend. File.

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy_____

Photo Copy.

Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search.

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record.

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

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DIVISION OF CONSPIRACY

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SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

of

DIGITAL DIRECT TV, INC.

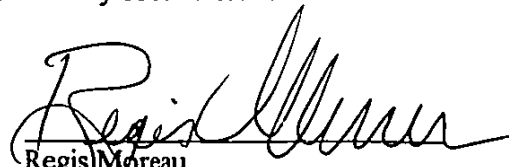
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Articles of Incorporation of Digital Direct TV, Inc. (the "Corporation"), a corporation organized under the laws of the State of Florida, said Articles being filed on June 26, 1996, and issued document number P96000054472, are hereby amended as follows:

1. The name of the Corporation is hereby changed to Direct Digital TV, Inc.

This amendment was adopted by all of the shareholders and directors of the Corporation on June 26, 1997.

I, the undersigned, do make and file these Articles of Amendment to the Articles of Incorporation, as President of the Corporation, this 26th day of June 1997.


Regis Moreau
President