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July 18, 1998

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

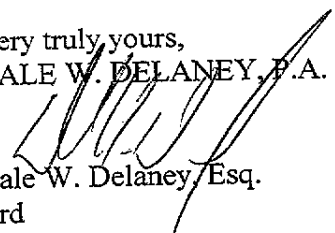
Re: Amendment-RUBY RED MUSIC, INC. to BAY ISLAND RECORDS, INC.

Dear Sir/Madam,

Enclosed please find executed **Articles of Amendment** for the above referenced corporation ready for filing. Also enclosed please find a cashiers check in the amount of \$35.00 for the fee.

If you have any questions whatsoever please do not hesitate to contact me.

Very truly yours,
DALE W. DELANEY, P.A.


Dale W. Delaney, Esq.
:srd
Enclosures

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FILED
98 JUL 22 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
DLF
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
98 JUL 22 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RUBY RED MUSIC, INC.

(present name)

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 I

The name of the corporation,

RUBY RED MUSIC, INC.

is being amended to

BAY ISLAND RECORDS, INC.

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:

N/A

THIRD: The date of each amendment's adoption: JULY 16, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

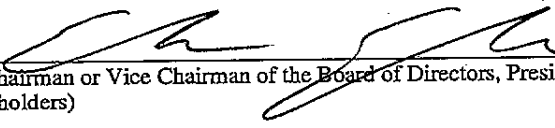
- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ 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 16th day of JULY, 19 98

Signature


(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)

ELEANOR GAMBARDELLA

Typed or printed name

Incorporator

Title