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BASIC AMENDMENT

L. A. PUOPOLO, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

L. A. Puopolo, Inc.

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 adopted:

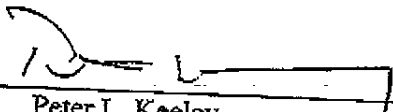
Article I of the Articles of Incorporation is hereby amended to change the name of the corporation from L. A. PUOPOLO, INC. to UNITED PROGRAMING, INC.

SECOND: The date of the amendment's adoption is August 9, 2001.

THIRD: The amendment was approved by the shareholders.

Signed this 9th day of August, 2001.

Signature


Peter L. Keeley
Attorney In Fact for
Louis A. Puopolo, President

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