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Florida Department of State
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DIVISION OF CORPORATIONS

BASIC AMENDMENT
DISCOVERY ADULT VIDEO, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

03 FEB 11 PM 3:18

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**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
DISCOVERY ADULT VIDEO, INC.**

I, **MARY ANN DUNHAM**, being the President of **DISCOVERY ADULT VIDEO, INC.**,
do hereby certify to the Secretary of State that on the 7th day of ^{February} ~~January~~, 2003, the
following resolutions were duly and legally adopted by all Directors and all Shareholders
of said Corporation pursuant to Florida Statutes Sections 607.0821 and 607.0704:

BE IT RESOLVED that Article I of the Articles of Incorporation is amended as
follows:

"ARTICLE I. NAME

The name of the corporation shall be Dunham Enterprises, Inc."

I do hereby certify that said Resolution has not been altered, amended or rescinded
and that it is in full force and effect this 7th day of ^{February} ~~January~~, 2003.

ATTEST:


MARY ANN DUNHAM
Secretary

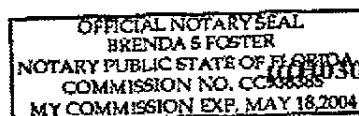

MARY ANN DUNHAM
President

STATE OF FLORIDA
COUNTY OF BREVARD

ON THIS DAY before me, an officer duly authorized to take acknowledgments and
administer oaths, personally appeared **MARY ANN DUNHAM**, as President and Secretary,
who is personally known to me or produced a *Florida Driver's License* as identification.

WITNESS my hand and official seal this 7th day of ^{February} ~~January~~, 2003.


Notary Public
State of Florida at Large



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