State of Rhode Island and Providence Plantations
Office of the Secretary of State

Fee: $50.00

Corporations Division
148 W. River Street
Providence, Rhode Island 02904-2615
Telephone: (401) 222-3040

Limited Liability Company
Articles of Amendment

(Section 7-16-12 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the limited liability company is Hi Volt Media, LLC.

If the name is changing, state the new name: Hi-Volt Distributors, LLC

ARTICLE II

The Articles of Organization of the limited liability company as amended or restated to date are as follows, including, if applicable, a change made in Article I:

If the address of the principle office of the limited liability company is changing, so state:

No. and Street: 780 RESERVOIR AVENUE, SUITE 300
City or Town: CRANSTON State: RI Zip: 02910 Country: USA

If the company duration is changing, so state: X Perpetual __

If the company purpose is changing, so state:

DISTRIBUTOR OF GOODS

If the management of the limited liabilty company is changing, modify the following section:

__ Members or X Managers (check one)

The name and address of each manager **(If LLC is managed by Members, DO NOT complete this section)**:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
MANAGER	MET-CAP ENTERPRISES, LLC	1060 PARK AVENUE CRANSTON, RI 02910- USA

If there are any other provisions to be amended, so state:

ARTICLE III

The effective date of this Amendment, if later than the date of the filing of these Articles of Amendment (not prior to, nor more than 30 days after, the filing of these Articles of Amendment), is:

Later Effective Date: 8/29/2008

This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the company, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-16.

Signed this 29 Day of August, 2008 at 1:24:31 PM by the Authorized Person.

ANTHONY E. NOTA

Hi Volt Media, LLC.

Form No. 401
Revised 09/07

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State of Rhode Island and Providence Plantations

A. Ralph Mollis

Secretary of State

STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

I, A. RALPH MOLLIS, Secretary of State of the State of Rhode Island and Providence Plantations, hereby certify that this document, duly executed in accordance with the provisions of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this office on this day:

August 29, 2008 1:22 PM

A. RALPH MOLLIS

Secretary of State

0-4151-0