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STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State Matthew A. Brown
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

RECEIVED STATE SECRETARY OF STATE CORPORATIONS DIV. JUN 1 2 29 PM '04

BUSINESS CORPORATION

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION (To Be Filed In Duplicate Original)

Pursuant to the provisions of Section 7-1.1-56 of the General Laws, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

- 1. The name of the corporation is Atlas Music Corporation
2. The shareholders of the corporation (or, where no shares have been issued, the board of directors of the corporation) on June 3, 2004 in the manner prescribed by Chapter 7-1.1 of the General Laws, 1956, as amended, adopted the following amendment(s) to the Articles of Incorporation:

[Insert Amendment(s)]

(If additional space is required, please list on separate attachment)

SECOND, Said corporation shall be known by the name of
ATLAS ATM CORP.

3. The number of shares of the corporation outstanding at the time of such adoption was 300 and the number of shares entitled to vote thereon was 300

4. The designation and number of outstanding shares of each class entitled to vote thereon as a class were as follows: (If inapplicable, insert "none.")

Table with 2 columns: Class, Number of Shares. Row 1: None, None

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5. The number of shares voted for such amendment was 300 ; and the number of shares voted against such amendment was none

6. The number of shares of each class entitled to vote thereon as a class voted for and against such amendment, respectively, was (if inapplicable, insert "none.")

Class	Number of Shares Voted	
	For	Against
<u>none</u>	<u>none</u>	<u>none</u>

7. The manner, if not set forth in such amendment, in which any exchange, reclassification, or cancellation of issued shares provided for in the amendment shall be effected, is as follows: (If no change, so state)

no change

8. The manner in which such amendment effects a change in the amount of stated capital, and the amount (expressed in dollars) of stated capital as changed by such amendment, are as follows: (If no change, so state)

no change

9. As required by Section 7-1.1-57 of the General Laws, the corporation has paid all fees and franchise taxes.

10. Date when amendment is to become effective June 15, 2004  
(not prior to, nor more than 30 days after, the filing of these articles of amendment)

Date June 3, 2004

Atlas Music Corporation

Print Corporate Name

By [Signature]

President or  Vice President (check one)

Peter P. Porrazzo

AND

By [Signature]

Secretary or  Assistant Secretary (check one)

Beatrice Porrazzo

STATE OF Rhode Island  
COUNTY OF Providence

In Providence, on this 7<sup>th</sup> day of June, 2004, personally appeared before me Peter P. Porrazzo who, being by me first duly sworn, declared that he/she is the President of the corporation and that he/~~she~~ signed the foregoing document as such officer of the corporation, and that the statements herein contained are true.

[Signature]  
Notary Public Lawrence S. Gates  
My Commission Expires 6/27/05