

FILED  
In the office of the Secretary of State  
of the State of California

JUN 1 1988

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION

*March Fong Eu*  
MARCH FONG EU, Secretary of State

Haim Saban certifies that:

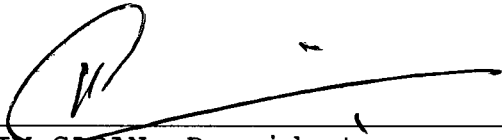
1. He is the President and Secretary of SABAN INTERNATIONAL TRADING COMPANY, a California corporation.
2. He hereby adopts the following amendment of the articles of incorporation of this corporation.  
Article I is amended to read in full as follows:

"The name of this corporation is  
SABAN INTERNATIONAL SERVICES, INC."

3. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
4. The foregoing amendment of articles of incorporation has been duly approved by the required votes of the shareholders in accordance with Section 902 of the Corporations Code. The total number of outstanding shares of the Corporation is 5000. The number of shares voting in favor of the amendment exceed the vote required. The percentage vote required was more than 50%.

I further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of my own knowledge.

Date: May 23, 1988

  
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HAIM SABAN, President  
and Secretary