

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF LIMITED PARTNERSHIP
OF**

The undersigned, being the sole general partner of _____ desires to amend the Certificate of Limited Partnership of _____ pursuant to the provisions of Section 17-202 of the Revised Uniform Limited Partnership Act of the State of Delaware, and does hereby certify as follows:

FIRST: The name of the limited partnership is _____ (the "Partnership")

SECOND: Article First of the Certificate of Limited Partnership of _____ shall be amended and restated as follows:

FIRST: The name of the limited partnership formed hereby is
Media Holdco, LP."

THIRD: This Certificate of Amendment of Certificate of Limited Partnership of the Partnership shall become effective June 17, 2009.

IN WITNESS WHEREOF, the undersigned executed this Certificate of Amendment of Certificate of Limited Partnership on this 17th day of June, 2009.

GENERAL PARTNER:

By: Stacie K. Joyner
Name: Stacie K. Joyner
Title: Authorized Person