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ARTICLES OF AMENDMENT
OF
MEDIA LOUNGE, INC.

SECRETARY OF STATE
STATE OF IDAHO

KNOW ALL MEN BY THESE PRESENTS, that the undersigned, for the purpose of amending the Articles of Incorporation of MEDIA LOUNGE, INC. pursuant to Section 30-1-1003 of the *Idaho Code*, do hereby certify, declare, and adopt the following Articles of Amendment:

I.

The current name of the corporation is MEDIA LOUNGE, INC..

II.

The corporation's Articles of Incorporation are hereby amended to change the name of the corporation to VISUAL LOUNGE, INC..

III.

The date of the adoption of these Articles of Amendment by the shareholders is the 22nd day of July, 2008.

IV.

There are presently twenty thousand (20,000) shares outstanding and twenty thousand (20,000) shares entitled to a vote upon these Articles of Amendment.

V.

All of the shares outstanding and all of the shares entitled to vote upon these Articles of Amendment have voted in favor of these Articles of Amendment.

VI.

These Articles of Amendment do not provide for an exchange, reclassification, or cancellation of any issued shares.


ARTICLES OF AMENDMENT - 1.

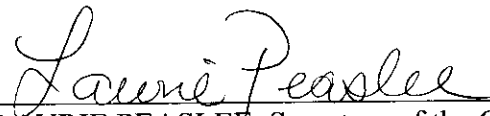
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VII.

These Articles of Amendment do not effect any change in the amount of stated capital of the corporation.

DATED this 22nd day of July, 2008.


DAVID PEASLEE, President of the Corporation


LAURIE PEASLEE, Secretary of the Corporation

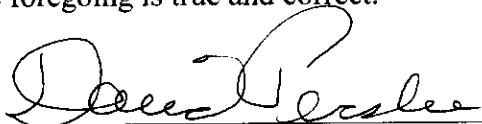
VERIFICATION

STATE OF IDAHO)
) ss.
County of Ada)

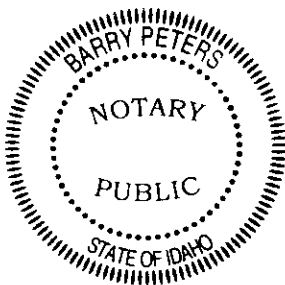
DAVID PEASLEE, being first duly sworn upon oath, deposes and says:

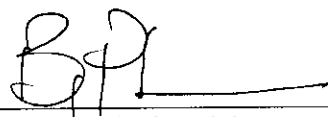
I am the President of MEDIA LOUNGE, INC.. I have read the attached Articles of Amendment and know the contents thereof. I certify that the same are true of my own knowledge.

I certify, under penalty of perjury, that the foregoing is true and correct.


DAVID PEASLEE, President

SUBSCRIBED AND SWORN TO Before me this 22nd day of July, 2008.




Notary Public for Idaho
Residing at Eagle, Idaho
My Commission Expires: March 17, 2014