

Division

NOV. 25, 2013, P 3:41

TRENAM KEM

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H13000259766 3)))



H130002597663ABC5

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : TRENAM, KEMKER, SCHARF, BARKIN, FRYE, O'NEILL & MULLIS, P.A.
Account Number : 076424003301
Phone : (813) 223-7474
Fax Number : (813) 227-0435

03-30911 JSL

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

COR AMND/RESTATE/CORRECT OR O/D RESIGN
THE J2 GROUP INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

RECEIVED

13 NOV 25 AM 11:03

FLORIDA
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

13 NOV 25 AM 11:34

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing Menu

Help

NOV 26 2013

T. CARLIER

((H13000259766 3)))

ARTICLES OF AMENDMENT
OF THE
ARTICLES OF INCORPORATION
OF
THE J2 GROUP INC.

THE J2 GROUP INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation as now in effect, in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

1) The name of the Corporation is The J2 Group Inc. and its Document Number with the Florida Department of State is P03000010379.

2) The amendment being effected hereby (the "Amendment") was duly adopted and approved by the Board of Directors and stockholders of the Corporation by unanimous written consent on the 11th day of November, 2013, which consent was sufficient for approval of the Amendment.

3) These Articles of Amendment of the Corporation shall be effective upon filing hereof with the Department of State of the State of Florida.

4) Immediately prior to the filing of these Articles of Amendment, the authorized capital stock of the Corporation consists of 10,000 shares of common stock ("Old Common Stock"), par value \$1.00 per share, of which 1,000 shares are issued and outstanding. This Amendment causes the authorized capital stock of the Corporation to consist of 8,000 shares of common stock ("Voting Common Stock"), par value \$1.00 per share, and 2,000 shares of non-voting common stock ("Non-Voting Common Stock"), par value \$1.00 per share. Upon the effectiveness of these Articles of Amendment and the Amendment, each issued and outstanding share of Old Common Stock shall be automatically converted and reclassified into 1 issued and outstanding share of Voting Common Stock, in each case without any other or further action by or on the part of the Corporation or any other person.

5) The Articles of Incorporation are hereby amended by deleting Article IV thereof, and in its place and stead substituting the following:

ARTICLE 4

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 10,000 shares of stock, par value \$1.00 per share, in two separate classes, as follows: (i) eight thousand (8,000) shares of common stock and (ii) two thousand (2,000) shares of non-voting common stock. Each share of common stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation; and the voting

13 NOV 25 AM 11:34

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

((H13000259766 3)))

((H13000259766 3)))

power of this corporation shall be entirely vested in its common stock. Except as otherwise required by law, shares of non-voting common stock shall have no voting rights. Aside from differing voting rights, shares of common stock and non-voting common stock shall be equivalent in all respects, including with respect to rights to dividends and liquidation proceeds. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and non-assessable.

[Signature to Follow]

((H13000259766 3)))

NOV. 25. 2013. 8:18AM..... TRENAM KEMKER.....

NO. 3993 P. 4

((H13000259766 3)))

IN WITNESS WHEREOF, the undersigned officer of the Corporation, has executed these Articles of Amendment to the Articles of Incorporation of The J2 Group Inc. as of the 11th day of November, 2013.

THE J2 GROUP INC.

By: 
Jeanne S. Parkes, Chief Executive Officer

((H13000259766 3)))