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VIA FEDERAL EXPRESS

January 15, 2002

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
(850) 245-6050

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-01/25/02--01004--026
202.50 **43.75

Re: Amended Articles of Incorporation

Dear Sir or Madam:

Enclosed are the following documents for immediate filing:

1. Amended Articles of Incorporation for name change from BY & C Management, Inc. to MediaBus Networks, Inc.; and
2. For Profit Corporation Uniform Business Report for 2002.

I have enclosed a check made out to the "Department of State" in the amount of \$202.50 for filing fees associated with the above filings and certified copies of the Amendment to the Articles of Incorporation and the Business Report. Please send the certified copies to:

Drew Pitt
Lone Wolf Business Services
12215 Everglade Street
Los Angeles, CA 90066
(310) 745-3645

If you need further information please contact me immediately. Thank you for prompt attention to this matter.

Sincerely,


Kenneth O. Lipscomb
President, MediaBus Networks, Inc.
(404) 229-1283

RECEIVED

02 JAN 24 AM 8:51

DIVISION OF CORPORATIONS

FILED
02 JAN 24 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

nc

T. L. L. JAN 25 2002

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
02 JAN 24 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B Y & C MANAGEMENT, INC.

(present name)

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Document Number of Corporation (If known)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Amend:

Article I Name of Corporation: MediaBus Networks, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: **January 14, 2002**

FOURTH: Adoption of Amendment(s) (CHECK ONE)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

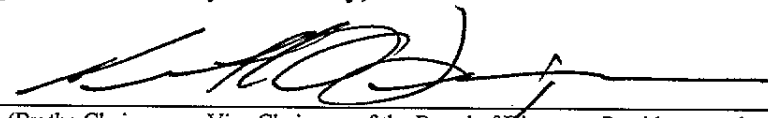
"The number of votes cast for the amendment(s) was/were sufficient for approval by _____
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 15th Day of January, 2002.

Signature


(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Kenneth O. Lipscomb

(Typed or printed name)

President & Chairman of The Board

(Title)