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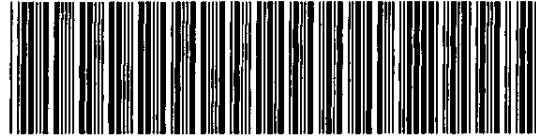
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07 APR 17 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

N.C.

C. G. G. APR 19 2007

April 16, 2007

To Whom It May Concern:

Attached please find an executed copy of the articles of incorporation for Denton Advertising, Inc and a check made out to the State of Florida for \$35.00 for processing the name change of Denton Advertising.

Please contact me directly with any questions, 813-933-1801 ext 223

Sincerely,



Barbara Commesso
President
Denton Company

**AMENDMENT TO
ARTICLES OF INCORPORATION
OF
DENTON ADVERTISING, INC.**

07 APR 17 AM 8:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

DENTON ADVERTISING, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607, Florida Statutes, hereby certifies as follows:

1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on May 3, 1971, at which time the name of the Corporation was "Gray & Denton, Inc."
2. The Amendment to the existing Articles of Incorporation being effected hereby is that resulting from completely deleting Article I of the Articles of Incorporation as of the date hereof, and by substituting in its place the Article set forth below.
3. As amended below, Article I of the Articles of Incorporation has the sole effect of changing the Corporation's name from "Denton Advertising, Inc." to "In Place Marketing, Inc."
4. This Amendment to the articles of Incorporation was approved by a unanimous Joint Action by Written Consent of the Stockholders and Board of Directors of Denton Advertising, Inc., adopted on the 11th day of April, 2007. The number of votes cast for this Amendment by the Board of Directors and stockholders was sufficient for approval of this Amendment.
5. The Amended Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, all required taxes and fees having been paid, and thereafter the name of the Corporation shall be "In Place Marketing, Inc." and Article I of the Articles of Incorporation of the Corporation shall read as follows:

* * * * *

ARTICLE I

Name

The name of the Corporation shall be:

IN PLACE MARKETING, INC.

* * * * *

IN WITNESS WHEREOF, DENTON ADVERTISING, INC., has caused these Articles of Amendment of the Articles of Incorporation to be executed by its President and Secretary, and to be acknowledged by its President.

DENTON ADVERTISING, INC.

By:


BARBARA COMMESSE, President