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FILED
01 DEC -4 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 522988 4319220
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 35.00

ORDER DATE : November 30, 2001

ORDER TIME : 4:16 PM

ORDER NO. : 522988-020

CUSTOMER NO: 4319220

CUSTOMER: Judith Powell, Legal Asst
Viacom Inc.
1515 Broadway
51st Floor
New York, NY 10036

01 DEC -4 PM 4:46
DIVISION OF CONSUMPTION

FOREIGN FILINGS

700004705217--3

NAME: TRANSPORTATION DISPLAYS
INCORPORATED

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Norma Hull -- EXT# 1115

EXAMINER: _____

N.C.
C. Coulliette DEC 05 2001

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

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1. TRANSPORTATION DISPLAYS INCORPORATED

Name of corporation as it appears on the records of the Department of State.

2. Delaware

Incorporated under laws of

3. July 16, 1975

Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? September 04, 2001

5. VIACOM OUTDOOR GROUP INC.

Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction


Signature

Tina Hawt
Typed or printed name

11/26/01
Date

Exec. Vice President
Title

State of Delaware
Office of the Secretary of State

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I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "TRANSPORTATION DISPLAYS INCORPORATED", ~~FILED A CERTIFICATE OF AMENDMENT,~~ CHANGING ITS NAME TO "VIACOM OUTDOOR GROUP INC.", THE SEVENTH DAY OF SEPTEMBER, A.D. 2001, AT 9 O'CLOCK A.M. --



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

0681120 8320

AUTHENTICATION: 1476972

010612600

DATE: 12-03-01