

F03000004563

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

(Business Entity Name)

(Document Number)

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2008 APR 15 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

NC  
Tewis  
4-17-08



April 2, 2008

Division of Corporations  
P.O. Box 8800  
Tallahassee, Florida 32314

*Re: Application to File Amendment to Application for Conducting Affairs in  
Florida*

To Whom It May Concern:

Enclosed please find the above referenced application together with a Certificate of Good Standing from the State of Delaware. The response cards for the Annual Filings for corporations: F03000004563 and F0400004893 were previously submitted to you.

Please let me know if you require anything else. I can be contacted by telephone at 760.929.5208 or by email at [tara.heinle@ntnbuzztime.com](mailto:tara.heinle@ntnbuzztime.com).

Very truly yours,

A handwritten signature in cursive script that reads "Tara D. Heinle".

Tara D. Heinle  
Corporate Legal Counsel

Enclosure – Profit Corporation Amendment



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

March 19, 2008

TARA D. HEINLE, CORPORATE LEGAL COUNSEL  
NTN BUZZTIME, INC.  
5966 LA PLACE COURT, SUITE 100  
CARLSBAD, CA 92008

SUBJECT: NTN COMMUNICATIONS, INC.  
Ref. Number: F03000004563

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 708A00016520

RECEIVED  
2008 APR 15 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



March 3, 2008

Division of Corporations  
P.O. Box 8800  
Tallahassee, Florida 32314

**Re: Application to File Amendment to Application for Conducting Affairs in Florida**

To Whom It May Concern:

Enclosed please find the above referenced application together with a Certificate of Good Standing from the State of Delaware. The response cards for the Annual Filings for corporations: F03000004563 and F0400004893 were previously submitted to you.

Please let me know if you require anything else. I can be contacted by telephone at 760.929.5208 or by email at [tara.heinle@ntnbuzztime.com](mailto:tara.heinle@ntnbuzztime.com).

Very truly yours,

Tara D. Heinle  
Corporate Legal Counsel

RECEIVED  
2008 MAR 18 AM 8:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
E-postal Profit Corporation Amendment



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 20, 2008

TARA D. HEINLE, CORPORATE LEGAL COUNSEL  
NTN BUZZTIME, INC.  
5966 LA PLACE COURT, SUITE 100  
CARLSBAD, CA 92008

SUBJECT: NTN COMMUNICATIONS, INC.  
Ref. Number: F03000004563

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

The document you submitted has been prepared pursuant to nonprofit statutes (chapter 617, Florida Statutes). As the entity was originally filed as a corporation for profit, this document should be filed pursuant to chapter 607, Florida Statutes.

We are enclosing the proper form(s) with instructions for your convenience.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis  
Document Specialist Supervisor

Letter Number: 208A00010853



February 12, 2008

Division of Corporations  
P.O. Box 8800  
Tallahassee, Florida 32314

**Re: *Application to File Amendment to Application for Conducting Affairs in Florida***

To Whom It May Concern:

Enclosed please find the above referenced application together with a Certificate of Good Standing from the State of Delaware. Also enclosed, are the response cards for the Annual Filings for corporations: F03000004563 and F0400004893.

Please let me know if you require anything else. I can be contacted by telephone at 760.929.5208 or by email at [tara.heinle@ntnbuzztime.com](mailto:tara.heinle@ntnbuzztime.com).

Very truly yours,

Tara D. Heinle  
Corporate Legal Counsel

RECEIVED  
2008 FEB 20 AM 8:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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)**

F03000004563

(Document number of corporation (if known))

**FILED**  
2008 APR 15 AM 9:33  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. NTN Communications, Inc.  
(Name of corporation as it appears on the records of the Department of State)

2. Delaware (Incorporated under laws of)      3. September 11, 2003 (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? 1-1-06

5. NTN Buzztime, 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

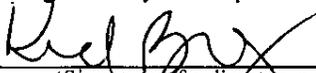
6. If the amendment changes the period of duration, indicate new period of duration.

\_\_\_\_\_  
(New duration)

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

\_\_\_\_\_  
(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president, or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Kendra Berger  
(Typed or printed name of person signing)

CFO  
(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "NTN BUZZTIME, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-SECOND DAY OF JANUARY, A.D. 2008.



2033004 8300

080031989

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6327924

DATE: 01-22-08

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "NTN COMMUNICATIONS, INC.", CHANGING ITS NAME FROM "NTN COMMUNICATIONS, INC." TO "NTN BUZZTIME, INC.", FILED IN THIS OFFICE ON THE TWENTY-EIGHTH DAY OF DECEMBER, A.D. 2005, AT 1:36 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE FIRST DAY OF JANUARY, A.D. 2006.



2033004 8100

051066649

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4408863

DATE: 12-28-05

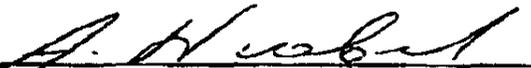
CERTIFICATE OF AMENDMENT  
TO  
RESTATED CERTIFICATE OF INCORPORATION  
OF  
NTN COMMUNICATIONS, INC.

Andy Wrobel hereby certifies as follows:

1. He is the duly appointed and acting Chief Financial Officer and Secretary of NTN Communications, Inc., a Delaware corporation.
2. The first sentence of Article I of the Restated Certificate of Incorporation of this corporation is hereby amended to read in its entirety as follows:  
"The name of the corporation (the "Corporation") is NTN Buzztime, Inc."
3. The foregoing amendment of the Restated Certificate of Incorporation of this corporation has been duly adopted in accordance with Section 242 of the Delaware General Corporation Law effective January 1, 2006.

NTN Communications, Inc. has caused this Certificate of Amendment to Restated Certificate of Incorporation to be signed by Andy Wrobel, its authorized officer, this 28<sup>th</sup> day of December, 2005.

By:



Andy Wrobel  
Chief Financial Officer and Secretary