

F06000001851

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06 MAY - 1 PM 1:06
TALLAHASSEE, FLORIDA
COUNTY OF STATE

N.C.

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Great Cities Acquisitions Corp.
(Name of Corporation)

DOCUMENT NUMBER: F06000001851

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

DREW ZELMAN
(Name of Contact Person)

Great Cities Acquisitions Corp
(Firm/Company)

611 S. Ft. Harrison Ave. #317
(Address)

Clearwater FL 33756
(City/State and Zip Code)

For further information concerning this matter, please call:

Drew Zelman at (727) 441-4442
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35.00 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

FO6000001851

(Document number of corporation (if known))

1. Great Cities Acquisitions Corp.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 3/21/06
(Incorporated under laws of) (Date authorized to do business in Florida)

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06 MAY -1 PM 1:05
TALLAHASSEE, 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? 4/28/06
5. Digital 1 Media, 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)

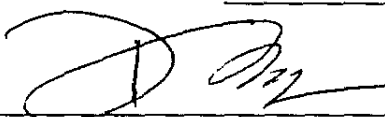
N/A
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

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

N/A
(New duration)

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

N/A
(New jurisdiction)


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

DREW ZELMAN
(Typed or printed name of person signing)

President
(Title of person signing)

State of Delaware
Secretary of State
Division of Corporations
Delivered 02:51 PM 04/28/2006
FILED 02:51 PM 04/28/2006
SRV 060398110 - 4123091 FILE

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
Great Cities Acquisitions Corp.

Great Cities Acquisitions Corp., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware.

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Board of Directors of Great Cities Acquisitions Corp. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended said Article shall be and read as follows:

FIRST: The name of the corporation is Digital 1 Media, Inc.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Great Cities Acquisitions Corp. has caused this certificate to be signed by its Authorized Officer this 21 day of April, 2006.

BY: Will Chalif -Signature

Name: William O'Callaghan -please print

Title: VP -please print