

11/16/2007 10:07

7702201943

TRIAD

PAGE 01/04

F060000006115

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H07000281306 3)))



H070002813063ABC.

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850) 617-6380

From:

Account Name : TRIAD PROFESSIONAL SERVICES, LLC
Account Number : I20020000094
Phone : (770) 777-2091
Fax Number : (770) 220-1943

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 NOV 16 AM 10:22

COR AMND/RESTATE/CORRECT OR O/D RESIGN

PAYPERPOST, INC.

RECEIVED

2007 NOV 16 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

Name chg / cc @ 11/19/07

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)

F06000006115

(Document number of corporation (if known))

1. Payperpost, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. September 22, 2006

(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? November 2, 2007

5. Izea, 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)

Edward Murphy

(Typed or printed name of person signing)

Chief Executive Officer

(Title of person signing)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 NOV 16 AM 10:22

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 "PAYPERPOST, INC.", CHANGING ITS NAME FROM "PAYPERPOST, INC." TO "IZEA, INC.", FILED IN THIS OFFICE ON THE SECOND DAY OF NOVEMBER, A.D. 2007, AT 6:23 O'CLOCK P.M.

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

4221912 8100

071186843



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6130315

DATE: 11-02-07

State of Delaware
Secretary of State
Division of Corporations
Delivered 06:34 PM 11/02/2007
FILED 06:23 PM 11/02/2007
SRV 071186843 - 4221912 FILE

**CERTIFICATE OF AMENDMENT
TO
SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
PAYPERPOST, INC.**

PAYPERPOST, INC. (the "Company"), a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware DOES HEREBY CERTIFY:

FIRST: The Second Amended and Restated Certificate of Incorporation of the Company is hereby amended by amending Article I to read in its entirety as follows:


ARTICLE I

The name of this corporation is IZEA, Inc. (the "Corporation").

SECOND: The amendment to the Second Amended and Restated Certificate of Incorporation of the Company set forth in the Certificate of Amendment has been duly adopted and approved by the Board of Directors and stockholders of the Company entitled to vote thereon in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said Company has caused this Certificate to be signed by its
CEO this 31 day of October, 2007.

PAYPERPOST, INC.

By: 
Name: Edward Murphy
Title: Founder/CEO