

04/30/2015 16:40

Division of Corporations

(FAX)

P. 000/000

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

SECTION I

Document Number: F15000001219

1. Name of corporation as it appears on the records of the Florida Department of State: TIGER MEDIA, INC. (the "Corporation")
2. Incorporated under the laws of the State of Delaware.
3. Date authorized to do business in Florida: March 23, 2015.

SECTION II

4. If the amendment changes the name of the Corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 30, 2015.

5. IDI, INC.

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

IDI FLORIDA, INC.

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

6. Attached is a certificate or document of similar import, evidencing the aforementioned amendment, duly 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 the Corporation is incorporated.

Dated: April 30, 2015.

By: 

Name: Derek Dubner

Title: Co-Chief Executive Officer

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF OWNERSHIP, WHICH MERGES:

"IDI, INC.", A DELAWARE CORPORATION,

WITH AND INTO "TIGER MEDIA, INC." UNDER THE NAME OF "IDI, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTIETH DAY OF APRIL, A.D. 2015, AT 1:45 O'CLOCK P.M.

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

5713842 8100M

150592038

You may verify this certificate online
at corp.delaware.gov/authvar.shtml




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 2337178

DATE: 04-30-15

State of Delaware
 Secretary of State
 Division of Corporations
 Delivered 12:52 PM 04/30/2015
 FILED 01:45 PM 04/30/2015
 SRV 150592038 - 5713842 FILE

**CERTIFICATE OF OWNERSHIP AND MERGER
 MERGING
 IDI, INC., A DELAWARE CORPORATION,
 WITH AND INTO
 TIGER MEDIA, INC., A DELAWARE CORPORATION**

TIGER MEDIA, INC., a corporation organized and existing in the laws of Delaware (the "Corporation"), pursuant to Section 253 of the General Corporation Law of the State of Delaware (the "Delaware Corporation Law"), DOES HEREBY CERTIFY:

FIRST: That the Corporation was incorporated on March 20, 2015, pursuant to the Delaware Corporation Law.

SECOND: That effective as of April 30, 2015, the Corporation will merge the following wholly-owned subsidiary with and into the Corporation: IDI, INC. ("IDI"), a corporation incorporated on April 29, 2015, pursuant to the Delaware Corporation Law (the "Merger").

THIRD: That the sole Shareholder of IDI, by action taken by written consent dated April 30, 2015, approved the Merger of IDI into the Corporation.

FOURTH: That the Corporation hereby merges IDI with and into the Corporation, which shall survive the Merger, in accordance with the terms and subject to the conditions contained in the resolutions of the Board of Directors of the Corporation set forth hereunder and the Delaware Corporation Law.

FIFTH: That the Corporation, by the following resolutions of its Board of Directors, duly adopted by Written Consent of the Board of Directors on April 30, 2015, determined to merge IDI with and into the Corporation:

APPROVAL OF MERGER OF IDI, INC. WITH AND INTO THE CORPORATION.

RESOLVED, that the Merger Documents in substantially the forms presented to the undersigned, including without limitation the Certificate of Merger, are hereby approved and adopted; and be it

FURTHER RESOLVED, that effective as of April 30, 2015, or another date selected by management reasonably close thereto, the Corporation changes its name to IDI, Inc.; and be it

FURTHER RESOLVED, that the Corporation gives effect to its name change by means of a merger strategy under Delaware Corporation Law that will not require shareholder's approval for such name change; and be it


FURTHER RESOLVED, that each officer of the Corporation is hereby authorized to execute and deliver any and all documents, and do all other acts and things as may be necessary or desirable, in order to carry out and comply with the foregoing recitals and resolutions, including the preparation and filing of a restated certificate of incorporation, bylaws and other documents as required by law; and be it

FURTHER RESOLVED, that all of the acts and things done by any officer of the Corporation, whether heretofore or hereafter done, which are in conformity with the provisions and intent of these recitals and resolutions are hereby in all respects approved, ratified and confirmed.

[Signature on following page]

IN WITNESS WHEREOF, TIGER MEDIA, INC. has caused this Certificate to be signed by an authorized officer this 30th day of April, 2015.

TIGER MEDIA, INC., a Delaware corporation

By: 
Name: Derek Dubner
Title: Co-Chief Executive Officer