

F96000004550

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.

((H06000009935 3)))

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) 205-0380

From: Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850) 521-1000
Fax Number : (850) 558-1575

FILED
06 JAN 12 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED

06 JAN 12 AM 8:00

DIVISION OF CORPORATIONS

Heather Chapman X.2908

FOR AMND/RESTATE/CORRECT OR O/D RESIGN

VIACOM INTERNATIONAL INC.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

file first / file H060000099353 second

Electronic Filing Menu

Corporate Filing Menu

Help

N.C.
G. Coulllette JAN 12 2006

H 06000009935 3

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)

F96000004550

(Document number of corporation (if known))

FILED
06 JAN 12 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. VIACOM INTERNATIONAL INC.

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

2. Delaware

(Incorporated under laws of)

3. 9/05/1996

(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? December 31, 2005

5. CBS OPERATIONS 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)


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

Alisa Makower

(Typed or printed name of person signing)

Assistant Secretary

(Title of person signing)

H 06000009935

Delaware

PAGE 1

The First State

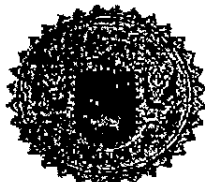
I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "VIACOM INTERNATIONAL INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "CBS OPERATIONS INC.", THE THIRTIETH DAY OF DECEMBER, A.D. 2005, AT 12:56 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE THIRTY-FIRST DAY OF DECEMBER, A.D. 2005, AT 11:58 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



2508913 8320

060021616

Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4434806

DATE: 01-09-06