

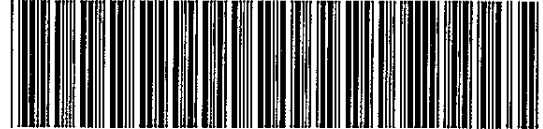
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2005 MAY 31 P. 1:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Requestor's Name)

First Dartmouth Homes
First Dartmouth Realty, Inc.
First Dartmouth Center
724A 2nd Avenue South
St. Petersburg, FL 33701



500055509705

05/31/05--01052--002 **25.00

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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2005 MAY 31 P 1:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

May 19, 2005

Ms. Patricia Gillespie/
National Corporate Research, LTD.
615 South DuPont Highway
Dover, DE 19901

RE: ReacTV, LLC/FEIN #01-0590010

Dear Ms. Gillespie,

Please see the enclosed check for a Certified Copy of the Amendment changing ReacTV's name from FMTVI. Could you please email this to me at wgriffin@firstdartmouth.com and mail the Certified Copy to Attn: Wendy Griffin/First Dartmouth Homes, 724A 2nd Avenue South, St. Petersburg, FL 33701.

Please feel free to call with any questions to 727-541-1100 x 206.

Thank you very much,


Wendy Griffin
Contract Administrator

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

2005 MAY 31 P 1:41

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: FM TV Interactive, LLC
2. Jurisdiction of its organization: Kent County, DE
3. Date authorized to do business in Florida: 2/20/2002

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 2/20/04
5. New name of the limited liability company: ReacTV, LLC
6. If the amendment changes the period of duration, indicate new period of duration: ✓
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction: ✓
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: ✓
9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.

Signature of a member or the authorized
representative of a member

Frank S. Maggio

Typed or printed name of signer

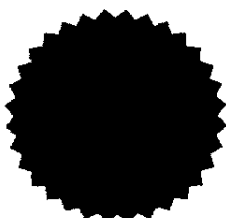
Filing Fee: \$25.00

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 "FMTV INTERACTIVE, LLC", CHANGING ITS NAME FROM "FMTV INTERACTIVE, LLC" TO "REACTV, LLC", FILED IN THIS OFFICE ON THE TWENTIETH DAY OF FEBRUARY, A.D. 2004, AT 4:58 O'CLOCK P.M.



3392145 8100

050421890

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 3897490

DATE: 05-23-05

**CERTIFICATE OF AMENDMENT OF
THE CERTIFICATE OF FORMATION OF
FMTV INTERACTIVE, LLC**

1. The name of the limited liability company is FMTV Interactive, LLC.
2. The amendment to the certificate of formation is to delete the text of paragraph one thereof in its entirety and replace it with the following:

"The name of the limited liability company is ReactTV, LLC."

IN WITNESS WHEREOF, the undersigned, being the authorized person of the limited liability company, has executed this Certificate of Amendment this 20th day of February, 2004.

FMTV INTERACTIVE, LLC

By: FMTV INTERACTIVE, LLC
Its Organizer

By: 
Paul A. Quiros, Organizer

State of Delaware
Secretary of State
Division of Corporations
Delivered 05:32 PM 02/20/2004
FILED 04:58 PM 02/20/2004
SRV 040123286 - 3392145 FILE