P0000044338

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LEGACY ESTATE PLANNERS, P.L.

Counsellors at Law

W. Denis Shelley Robert M. Holland Ann-Margret Emery Please Respond To: 313 SOUTH PALMETTO AVENUE DAYTONA BEACH, FLORIDA 32114 (386) 252-2531 fax 258-0392

185 Cypress Point Parkway, #6 Palm Coast, FL 32164 (386) 447-9332

January 7, 2003

Department of State Division of Corporations 409 E. Gaines St. Tallahassee, Florida 32399

Re: Articles of Incorporation REIGN MEDIA, INC.

Dear Sirs:

Please find my check in the amount of \$43.75 to cover the following fees and charges for the enclosed Articles of Amendment to the Articles of Incorporation for Reign Media, Inc:

Filing Fee

\$ 35.00

Certified Copy

\$ 8.75

An additional copy of the Articles of Amendment is also enclosed for certifying and return.

Thank you for your assistance in this matter.

LOW HILL

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF REIGN MEDIA, INC.



FIRST ARTICLE: NAME

The name of the Corporation was formerly **REIGN MEDIA**, **INC**. Articles of Incorporation were filed on July 14, 2000 as Document Number P00000044338.

SECOND ARTICLE: AUTHORITY TO AMEND

Pursuant to Article Eight of the Article of Incorporation, and Florida Statutes 607.1001 the Corporation exercises it right to amend its Articles of Incorporation.

THIRD ARTICLE: AMENDMENT

The Articles of Incorporation at Article I entitled "NAME" stated that, The name of this Corporation is: REIGN MEDIA, INC.

The Articles of Incorporation at Article I entitled "NAME" is hereby changed and amended to state that:

The name of this Corporation is: LEADING MEDIA, INC.

FOURTH ARTICLE: AMENDMENT BY UNANIMOUS ACTION OF SHAREHOLDERS AND DIRECTORS

This Amendment is made pursuant to unanimous action of the Shareholders and Directors of the Corporation at a Special Meeting of the Shareholders held on DECEMBER 18, 2002 following receipt or waiver of notice of the meeting and intended amendment.

FIFTH ARTICLE: REAFFIRMATION

In all other respects the provisions of the Articles of Incorporation of REIGN MEDIA, INC. are ratified and reaffirmed.

In witness whereof the Shareholders have executed these Articles of Amendment to the Articles of Incorporation of REIGN MEDIA, INC. this 18 day of DECEMBER, 2002.

TD SHANE STANTON, Shareholder & Director

CARTER, Shareholder & Director

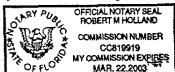
ROBERT MICHAEL PANEK, Shareholder & Director

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 18 day of DECEMBER, 2002, by DAVID SHANE STANTON who [1/2] is personally known to me, or [] has produced a driver's licenses as identification.

Notary Public, State of Florida

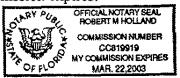
My Commission expires:



STATE OF FLORIDA	}
COUNTY OF VOLUSIA	}

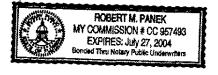
The foregoing instrument was acknowledged before me this day of DECEMBER, 2002, by DAVID C. CARTER who [X] is personally known to me, or [] has produced a driver's licenses as identification.

Notary Public, State of Florida My Commission expires:



STATE OF FLORIDA }
COUNTY OF VOLUSIA }

The foregoing instrument was acknowledged before me this 300 day of DECEMBER, 2002, by TODD DAVID AMON who [1] is personally known to me, or [2] has produced a driver's licenses as identification.



Notary Public, State of Florida My Commission expires:

STATE OF FLORIDA COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this $\frac{29}{4}$ day of DECEMBER, 2002, by ROBERT MICHAEL PANEK who [χ] is personally known to me, or [] has produced a driver's licenses as identification.

Notary Public, State of Florida My Commission expires:

> OFRCIAL NOTARY SEAL ROBERT M HOLLAND COMMISSION NUMBER CC819919 MY COMMISSION EXPIRES MAR. 22,2003