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P00000084141

October 1, 2002

Lee Rivers
Document Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Ref. Number: W02000027676
Letter number: 602A00054153
Re: Direct Link Marketing

300008273673--4
-10/09/02--01004--013
*****35.00 *****35.00

Dear Lee Rivers:

Thank you for responding to our request to register Direct Link Marketing, Inc., a Delaware corporation, in Florida. We have clarified our position and have drafted new documents and adopted the appropriate resolutions to effectuate the required filings.

Mr. Kendell Hodges formed Direct Link Marketing Inc. a Florida Corporation (document number P00000084141) on September 6, 2000. Mr. Hodges, then formed Direct Link Marketing, a Delaware Corporation, in February, 2002. Direct Link Marketing, the Florida Corporation, now wishes to submit a name change amendment (attached hereto) to become Direct Link Media, Inc. That amendment is submitted with a check in the amount of thirty five dollars.

Direct Link Marketing, a Delaware Corporation, wishes to re-submit its application to qualify as a foreign corporation doing business in Florida. That application is also attached. As soon as the Florida name change amendment is complete, the name, Direct Link Marketing, Inc. should be available for the Delaware Corporation.

The parties for the Florida Corporation are the same parties for the Delaware Corporation.

I apologize for the confusion this may have caused.

Please feel free to contact either one of us if we need to clarify the intention of the parties and help the process along.

Sincerely,

Kendell Hodges
Kendell Hodges and Charles Gaspari

Enc.
Application of Foreign Corporation
Amendment to Articles of Incorporation
Thirty five dollar check #1026 made payable to Florida Department of State

FILED
02 OCT -8 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
10/8/02
T. Lewis



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

September 24, 2002

CHARLES M. GASPARI
DIRECT LINK MARKETING, INC.
3520 EMBASSY DRIVE
WEST PALM BEACH, FL 33401

SUBJECT: DIRECT LINK MARKETING, INC.
Ref. Number: W02000027676

We have received your document for DIRECT LINK MARKETING, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please note that the adopted name is for use in Florida only and does not affect your filing in Delaware in any way. Please also note that you are not allowed to form the name by adding "Florida" or "of Florida" to your name. You may wish to call the number below to check any name you'd like to adopt.

ALSO: Please provide physical street addresses, not P.O. Box addresses, in section 12.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6958.

Lee Rivers
Document Specialist

Letter Number: 602A00054153

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DIRECT LINK MARKETING, INC.
(present name)

FILED
02 OCT -8 PM 1:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P00000084141
(document number)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment adopted:

Article I: First: The name of this corporation shall be **Direct Link Media, Inc.**

SECOND: The date of this Amendment adoption is September 30, 2002

THIRD: This amendment was adopted by the board of directors without shareholder action and shareholder action was not required.

Signature: _____

Kendell Hodges

Kendell Hodges

Director and Chairman of the Board of Directors