

P00000116251

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Florida Department of State  
Division of Corporations  
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BASIC AMENDMENT  
AUDIENCEBANK MEDIA, INC.

Certificate of Status	0
Certified Copy	
Page Count	01
Estimated Charge	\$43.75

Amend

JAN-18-2001 12:12

FROM-

T-812 P.002/003 F-394



**FLORIDA DEPARTMENT OF STATE**

**Katherine Harris**  
Secretary of State

January 18, 2001

AUDIENCBANK MEDIA, INC.  
110 E BROWARD BLVD, STE 610  
FT LAUDERDALE, FL 33301

SUBJECT: AUDIENCBANK MEDIA, INC.  
REF: P00000116251

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document is titled articles of amendment and complies with section 607.1006, Florida Statutes, which is the correct statute for an amendment to the articles. The statute number listed in the document is section 607.0124, which is the statute number for articles of correction. Please modify the document.

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

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Susan Payne  
Senior Section Administrator

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**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION OF  
AUDIENCEBANK MEDIA, INC.**

Pursuant to Section 607.1006 of the Florida Business Corporation Act, the undersigned President of AUDIENCEBANK MEDIA, INC. (the "Corporation"), a corporation organized and existing under the laws of the State of Florida and bearing Document Number P00000116251, does hereby certify:

**FIRST:** Articles of Incorporation were filed on December 20, 2000, in which Article XI was inadvertently omitted from the document filed with the Florida Secretary of State.

**SECOND:** Pursuant to a Written Consent of the Board of Directors of Corporation, the Corporation has duly approved and authorized an amendment to the Corporation's Articles of Incorporation to include the Article that was inadvertently omitted as follows:

Article XI of the Articles of Incorporation of this Corporation is hereby included in its entirety as follows:

**ARTICLE XI  
AFFILIATED TRANSACTIONS**

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**SECOND:** In accordance with Section 607.0821 of the Florida Business Corporation Act, the foregoing amendment was adopted pursuant to a Unanimous Written Consent of the Board of Directors, dated January 4, 2001. The Corporation has issued no stock, therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

**IN WITNESS WHEREOF,** the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of the 4<sup>th</sup> day of January 2001.

  
Peter Perri III President and Director

ROXANNE K. BEILLY, ESQ., FLA. BAR #851450  
Atlas Pearlman, P.A.  
350 East Las Olas Boulevard, Suite 1700  
Fort Lauderdale, Florida 33301  
Phone No.: (954) 763-1200

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