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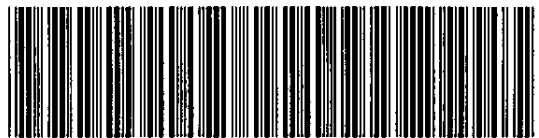
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*Amended and  
Act / re*

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 NOV 13 AM 10:45

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## Hutchison Law Group

November 12, 2009

**VIA FEDERAL EXPRESS**

Registration Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**RE: *Amended and Restated Articles of Incorporation of Callthenet Commerce Inc. (the "Company")***

Dear Sir/Madam:

Enclosed please find for filing in your office an Amended and Restated Articles of Incorporation of the Company along with a check in the amount of \$43.75 payable to the Florida Department of State representing the filing fee and certified copy fee.

Please remit the letter of acknowledgement with the certified copy to the attention of the undersigned at the address provided below.

Please do not hesitate to me at 919-829-4312 should you have any questions or comments. Thank you for your assistance.

Sincerely,

Amy L. Erbeznic, NCCP  
Corporate Paralegal

Enclosures

Hutchison Law Group PLLC

5410 Trinity Road, Suite 400, Raleigh, NC 27607 Tel: 919.829.9600 Fax: 919.829.9696, hutchlaw.com  
HLG: 195661

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**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
CALLTHENET COMMERCE INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 NOV 13 AM 10:46

Pursuant to Section 607.1003 and Section 607.1007 of the Florida Business Corporation Act, Callthenet Commerce Inc., a corporation organized and existing under the laws of the State of Florida (the "**Corporation**"), hereby submits the following for the purpose of further amending and restating its Articles of Incorporation, and does hereby certify as follows:

1. The name of the Corporation is Callthenet Commerce Inc. The Corporation's original Articles of Incorporation were filed on January 29, 2002.

2. Pursuant to Section 607.1003 and Section 607.1007 of the Florida Business Corporation Act, the Board of Directors duly adopted resolutions proposing to further amend and restate the Articles of Incorporation of the Corporation, declaring said amendment and restatement to be advisable and in the best interests of the Corporation and its shareholders, and authorizing the appropriate officers of the Corporation to recommend the approval of the amendment and restatement to the shareholders and to solicit the consent of the shareholders therefore.

3. These Amended and Restated Articles of Incorporation amend and restate the provisions of the Articles of Incorporation as set forth in the text of the Amended and Restated Articles of Incorporation attached hereto as **Exhibit A** and incorporated herein by reference.

4. These Amended and Restated Articles of Incorporation contain amendments to the Articles of Incorporation requiring shareholder approval.


5. These Amended and Restated Articles of Incorporation were approved by the holders of the requisite number of shares of the Corporation, as determined pursuant to Section 607.1003 of the Florida Business Corporation Act, and in accordance with Section 607.0704 of such Act, effective as of November 2, 2009. These Amended and Restated Articles of Incorporation were also approved in accordance with the Articles of Incorporation and Bylaws of the Corporation in effect as of such date.

6. These Amended and Restated Articles of Incorporation will be effective and adopted upon filing.

*[Remainder of page intentionally left blank.]*

**IN WITNESS WHEREOF**, Callthenet Commerce Inc. has caused these Amended and Restated Articles of Incorporation to be signed by Daniel Thompson, its President, as of November 2, 2009.

**CALLTHENET COMMERCE INC.**

By:   
Daniel Thompson, President

11-2-09

## **EXHIBIT A**

### **AMENDED AND RESTATED ARTICLES OF INCORPORATION OF CALLTHENET COMMERCE INC.**

Callthenet Commerce Inc., a corporation organized and existing under and by virtue of the provisions of the General Corporation Act of the State of Florida (the "**Business Corporation Act**"), does hereby adopt, amend and restate its Articles of Incorporation as follows:

#### **ARTICLE I**

The new name of this corporation is Media Spurt, Inc. (the "**Corporation**").

#### **ARTICLE II**

The address of the registered office of the Corporation in the State of Florida is 10525 Wyndcliff Drive, Orlando, Florida 32817, in the City of Orlando, County of Orange. The name of its registered agent at such address is Daniel Thompson. The address of the principal office of the Corporation is 10525 Wyndcliff Drive, Orlando, Florida 32817.

#### **ARTICLE III**

The purpose for which the Corporation is organized is to engage in any lawful act or activity for which corporations may be organized under the Business Corporation Act.

In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Business Corporation Act.

#### **ARTICLE IV**

This Corporation is authorized to issue one class of shares to be designated Common Stock. The total number of shares of Common Stock the Corporation has authority to issue is 20,000,000, no par value per share.

## **ARTICLE V**

In furtherance and not in limitation of the powers conferred by statute, the Board of Directors is expressly authorized to make, repeal, alter, amend and rescind any or all of the Bylaws of the Corporation.

## **ARTICLE VI**

The number of directors of the Corporation shall be determined in the manner set forth in the Bylaws of the Corporation.

## **ARTICLE VII**

The books of the Corporation may be kept outside the State of Florida at such place or places as may be designated from time to time by the Board of Directors or in the Bylaws of the Corporation.

## **ARTICLE VIII**

No Director of the Corporation shall have personal liability arising out of an action whether by or in the right of the Corporation or otherwise for monetary damages for breach of fiduciary duty as a director; provided, however, that the foregoing shall not limit or eliminate the liability of a director (i) for any breach of the Director's duty of loyalty to the Corporation or its shareholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under the applicable provisions of the Business Corporation Act or any successor provision, (iv) for any transaction from which such Director derived an improper personal benefit, or (v) acts or omissions occurring prior to the date of the effectiveness of this provision.

Furthermore, notwithstanding the foregoing provision, in the event that the Business Corporation Act is amended or enacted to permit further limitation or elimination of the personal liability of a director, the personal liability of the Corporation's Directors shall be limited or eliminated to the fullest extent permitted by the applicable law.

This provision shall not affect any provision permitted under the Business Corporation Act, in the Corporation's Articles of Incorporation, as amended and/or restated from time to time, the Bylaws of the Corporation, as amended from time to time, or contract or resolution of the Corporation indemnifying or agreeing to indemnify a Director against personal liability. Any repeal or modification of this provision shall not adversely affect any limitation hereunder on the personal liability of the Director with respect to acts or omissions occurring prior to such repeal or modification.

## **ARTICLE IX**

To the fullest extent permitted by applicable law, the Corporation is authorized to provide indemnification of (and advancement of expenses to) directors, officers and agents of the Corporation (and any other persons to which Business Corporation Act permits the Corporation

to provide indemnification) through Bylaw provisions, agreements with such agents or other persons, vote of shareholders or disinterested directors or otherwise, in excess of the indemnification and advancement otherwise permitted by Section 607.0850 of the Business Corporation Act.

Any amendment, repeal or modification of the foregoing provisions of this Article IX shall not adversely affect any right or protection of any director, officer or other agent of the Corporation existing at the time of such amendment, repeal or modification.