

P03000078977

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BASIC AMENDMENT

DIRECT WEB MEDIA, INC.

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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 5, 2003

DIRECT WEB MEDIA, INC.
1375 GATEWAY BLVD
BOYNTON BEACH, FL 33426

SUBJECT: DIRECT WEB MEDIA, INC.
REF: P03000078977

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.

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

The document must contain the name and capacity of the person signing on behalf of the incorporator.

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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Darlene Connell
Document Specialist

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
DIRECT WEB MEDIA, INC.

FILED
03 AUG -6 AM 9:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article VIII and Article IX of the Articles of Incorporation of DIRECT WEB MEDIA, INC. was amended by the corporation's Incorporator on July 18, 2003. The corporation is filing these Articles of Amendment to Articles of Incorporation pursuant to F.S. 607.1005.

1. The name of the corporation is DIRECT WEB MEDIA, INC.
2. Article VIII of the Articles of Incorporation of DIRECT WEB MEDIA, INC. is amended as follows:

"ARTICLE VIII - DIRECTORS

Its Board of Directors shall manage the business of the Corporation. The number of Directors may be increased or diminished from time to time by Bylaws adopted by the Shareholders, but shall never be less than one (1)."

3. Article IX of the Articles of Incorporation of DIRECT WEB MEDIA, INC. is amended as follows:

"ARTICLE IX - SUBSCRIBER AND INCORPORATOR

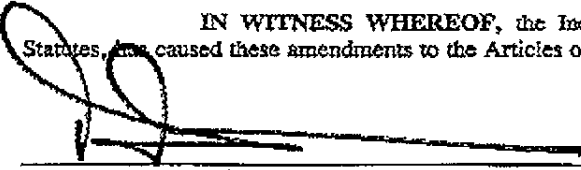
The name and street address of Subscriber and Incorporator is:

NAME AND ADDRESS

DEC Consultants, Inc.
1515 Indian River Boulevard, Suite A 210
Vero Beach, Florida 32963"

3. The foregoing Articles of Amendment to the Articles of Incorporation were duly adopted on July 18, 2003 by the Incorporator, which did not require the action of the shareholders.

IN WITNESS WHEREOF, the Incorporator in accordance with Section 607.1005, Florida Statutes, has caused these amendments to the Articles of Incorporation to be executed this 5th day of August 2003.


Robert Rappel, President of DEC Consultants, Inc. and is the Authorized Representative in accordance with Section 607.1005, Florida Statutes. The execution of this Affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Robert Rappel, DO, Esq.
RAPPEL & RAPPEL, P.A.
1515 Indian River Boulevard, Suite A210
Vero Beach, Florida 32960
772.778.8885/Fax 772.778.8883
Florida Bar No.: 0015156

Fax Audit No: H03000247691

[ATTESTATION STATEMENT NEXT PAGE]

STATE OF FLORIDA)
)
COUNTY OF INDIAN RIVER)

The foregoing instrument was acknowledged before me this 5th day of August 2003, by Robert Rappel who is personally known to me and who did not take an oath.

Audrey J. Lanier
Notary Public
Commission Number: CC979756



Audrey J Lanier
My Commission CC979756
Expires November 08, 2004

Robert Rappel, DO, Esq.
RAPPEL & RAPPEL, P.A.
1515 Indian River Boulevard, Suite A210
Vero Beach, Florida 32960
772.778.8885/Fax 772.778.8883
Florida Bar No.: 0015156