

# P10103

Florida Department of State  
Division of Corporations  
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INITIATIVE MEDIA WORLDWIDE, INC.

Certificate of Status	0
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**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

P10163

(Document number of corporation (if known))

1. Initiative Media Worldwide, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. California

(Incorporated under laws of)

3. 05/20/1986

(Date authorized to do business in Florida)

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**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 11/21/2008

5. Mediabrands Worldwide, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)


6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Nicholas J. Camera

(Typed or printed name of person signing)

Vice President & Secretary

(Title of person signing)

**State of California**  
**Secretary of State**



I, DEBRA BOWEN, Secretary of State of the State of California, hereby certify:

That the attached transcript of 1 page(s) was prepared by and in this office from the record on file, of which it purports to be a copy, and that it is full, true and correct.



IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of

MAR 13 2009

DEBRA BOWEN  
Secretary of State

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In the office of the Secretary of State  
of the State of California

NOV 21 2008

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION**

The undersigned certifies that:

1. He is the Vice-President and Secretary of Initiative Media Worldwide, Inc., a California Corporation.
2. Article One of the Articles of Incorporation of this corporation is amended to read as follows:  
  
The name of the corporation is Mediabrandz Worldwide, Inc.
3. The foregoing amendment of the Articles of Incorporation has been duly approved by the board of directors.
4. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902, California Corporations Code. The total number of outstanding shares of the corporation is 500. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: November 20, 2008

*Nicholas J. Camera*

Nicholas J. Camera  
Vice-President and Secretary  
Initiative Media Worldwide, Inc.



**State of California  
Secretary of State**

**CERTIFICATE OF STATUS**

**ENTITY NAME:**

**MEDIABRANDS WORLDWIDE, INC.**

**FILE NUMBER: C0606900**  
**FORMATION DATE: 09/10/1970**  
**TYPE: DOMESTIC CORPORATION**  
**JURISDICTION: CALIFORNIA**  
**STATUS: ACTIVE (GOOD STANDING)**

**I, DEBRA BOWEN, Secretary of State of the State of California,**  
**hereby certify:**

**The records of this office indicate the entity is authorized to exercise**  
**all of its powers, rights and privileges in the State of California.**

**No information is available from this office regarding the financial**  
**condition, business activities or practices of the entity.**



**IN WITNESS WHEREOF, I execute this certificate**  
**and affix the Great Seal of the State of**  
**California this day of March 06, 2009.**

*Debra Bowen*

**DEBRA BOWEN**  
**Secretary of State**