

6/13/2014 11:51:53 From: To: 8506176380

(1/8)

Division of Corporations

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P35670

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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COR AMND/RESTATE/CORRECT OR O/D RESIGN
TIME/WARNER RETAIL SALES & MARKETING INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
6/16/14

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: TIME/WARNER RETAIL SALES & MARKETING INC.
Name of Corporation

DOCUMENT NUMBER: P35670

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

THOMAS J. SCHOPPER

Name of Contact Person

TIME/WARNER RETAIL SALES & MARKETING INC.
Firm/Company

1271 AVENUE OF THE AMERICAS - RM. 11-42

Address

NEW YORK, NY 10020

City/State and Zip Code

thomas_schopper@timelinc.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

THOMAS J. SCHOPPER

Name of Contact Person

at (212) 522-6603

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &
Certificate of Status



\$43.75 Filing Fee &
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\$52.50 Filing Fee,
Certificate of Status &
Certified Copy
(Additional copy is
enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

P35670

(Document number of corporation (if known))

1. TIME/WARNER RETAIL SALES & MARKETING INC.

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

2. NEW YORK

(Incorporated under laws of)

3. 09/26/1991

(Date authorized to do business in Florida)

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? 06/02/2014

5. TIME INC. RETAIL

(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.

PERPETUAL

(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.

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

LAUREN EZROL KLEIN

(Typed or printed name of person signing)

ASSISTANT SECRETARY

(Title of person signing)

**State of New York
Department of State } ss:**

I hereby certify, that the Certificate of Incorporation of TIME/WARNER RETAIL SALES & MARKETING INC. was filed on 09/19/1932, under the name of INDEPENDENT NEWS CO. INC., fixing the duration as perpetual, and that a diligent examination has been made of the Corporate index for documents filed with this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is an existing corporation.

A Certificate of Amendment INDEPENDENT NEWS CO. INC., changing its name to WARNER PUBLISHER SERVICES INC., was filed 04/04/1980.

A Certificate of Amendment WARNER PUBLISHER SERVICES INC., changing its name to TIME/WARNER RETAIL SALES & MARKETING INC., was filed 12/20/2004.



*Witness my hand and the official seal
of the Department of State at the City
of Albany, this 12th day of June
two thousand and fourteen.*

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

STATE OF NEW YORK
DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of the
Department of State, at the City of Albany,
on June 2, 2014.

Anthony Giardina

Anthony Giardina
Executive Deputy Secretary of State

CT-07

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**CERTIFICATE OF AMENDMENT
OF
THE CERTIFICATE OF INCORPORATION
OF
TIME/WARNER RETAIL SALES & MARKETING INC.**

UNDER SECTION 805 OF THE BUSINESS CORPORATION LAW

Time/Warner Retail Sales & Marketing Inc., a corporation organized and existing under and by virtue of the Business Corporation Law of the State of New York (the "Corporation"), DOES HEREBY CERTIFY:

1. The name of the Corporation is: Time/Warner Retail Sales & Marketing Inc. The Corporation was originally formed under the name Independent News Co. Inc.

2. The Corporation's certificate of incorporation was filed by the Department of State on September 19, 1932.

3. The Corporation hereby amends its certificate of incorporation to change the name of the corporation by amending Article FIRST so that it is amended to read as follows:

FIRST: The name of the Corporation is: Time Inc. Retail.

4. This amendment to the certificate of incorporation was authorized pursuant to Section 803(a) of the Business Corporation Law of the State of New York by written consent of the Board of Directors of the Corporation pursuant to Section 708(b) of the Business Corporation Law of the State of New York, whereby the Board duly adopted a resolution setting forth the proposed amendment to the certificate of incorporation of the Corporation, declared said amendment to be advisable and submitted said amendment to the sole stockholder of the Corporation for consideration thereof. The sole stockholder of the corporation by written consent pursuant to Section 615(a) of the Business Corporation Law of the State of New York consented to the above amendment to the Corporation's certificate of incorporation.

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IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed
by Lauren Ezrol Klein, its Assistant Secretary, as of the 2nd day of June, 2014.



Lauren Ezrol Klein
Assistant Secretary

CT-07

606

Certificate of Amendment

Of

The Certificate of Incorporation

Of

Time/Warner Retail Sales & Marketing Inc.

Under Section 805 of the Business Corporation Law

FILED
2014 JUN -2 AM 12:42

Filed by:

Thomas J. Schopper

1271 Avenue of the Americas

New York, NY 10020

1cc
STATE OF NEW YORK
DEPARTMENT OF STATE
FILED JUN 02 2014
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BY MOR

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DRAWDOWN

cost ref# 9163089 mp

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