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April 22, 1997

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Post Office Box 6327
Tallahassee, Florida 32314

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*****87.50 *****87.50

RE: Articles of Amendment to Articles of Incorporation
for Place Base Media Services, Inc.

Dear Madam/Sir:

Enclosed please find an original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-referenced entity, along with the \$87.50 filing fee.

Once the Amendment has been filed, please return to me in the enclosed self-addressed stamped envelope.

If you should have any questions or require any additional information regarding this matter, please do not hesitate to contact me.

Sincerely,

Barbara S. Buchanan

Barbara S. Buchanan,
Paralegal

BSB/wms
enclosures

bsb\placesos.ltr



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

May 5, 1997

GRAY, HARRIS & ROBINSON
% BARBARA BUCHANAN
P.O. BOX 3068
ORLANDO, FL 32802-3068

SUBJECT: PLACE BASED MEDIA SALES INC.
Ref. Number: P96000036167

We have received your document for PLACE BASED MEDIA SALES INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

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

If you have any questions concerning the filing of your document, please call (904) 487-6916.

Carol Mustain
Corporate Specialist

Letter Number: 997A00023329

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May 12, 1997

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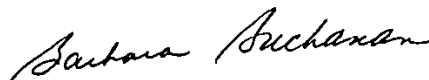
RE: PLACE BASED MEDIA SALES, INC.
Your Letter No.: 997A00023329

Dear Ms. Mustain:

Pursuant to your letter of May 5, 1997, we have corrected the enclosed Articles of Amendment to the Articles of Incorporation of Place Based Media Sales, Inc. to accurately reflect the current name of the corporation. Please accept the enclosed revised document for filing with your office.

If you should have any further questions, please do not hesitate to contact the undersigned.

Sincerely,



Barbara S. Buchanan
Paralegal

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PLACE BASED MEDIA SALES, INC.**

PLACE BASED MEDIA SALES, INC., a Florida corporation (the "Corporation"), by and through its President, hereby adopts an amendment to its Articles of Incorporation as hereinafter set forth.

1. Pursuant to Section 607.1003 of the Florida Statutes, the Board of Directors of the Corporation and the shareholders of the Corporation adopted, in accordance with Sections 607.0821 and 607.0704 of the Florida Statutes, on April 18, 1997, an amendment to Article I of the Articles of Incorporation of the Corporation, deleting Article I in its entirety and substituting therefor the following:

ARTICLE I - Name

The name of this Corporation shall be:

INFO ZONE, INC.

2. Except as modified hereby, the Articles of Incorporation of the Corporation shall be and remain in full force and effect.

3. The number of votes cast for the amendment by the shareholders was sufficient for approval, and the Corporation's shareholders are not divided into different voting groups.

IN WITNESS WHEREOF, these Articles of Amendment have been executed this 18 day of April, 1997.

PLACE BASED MEDIA SALES, INC.

By: Graham Line
Graham Line, President