



Admitted in Florida and Ohio

P9700009579

Joel S. Treuhaft, P.A.

3894 Tampa Road, Suite A
Oldsmar, Florida 34677
(813) 855-7766
Fax: 814-0506

July 29, 1998

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002605431--1
-08/03/98--01081--001
*****35.00 *****35.00

**RE: Tampa Bay Sports Marketing & Management, Inc.
Name change**

To Whom It May Concern:

I am enclosing herewith an original and a copy of the Amended Articles of Incorporation for the above-named corporation and a check in the amount of \$35.00 for the filing fee.

Please file the original of the enclosed Amended Articles of Incorporation and return a file stamped copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

Joel S. Treuhaft / *JS*

Joel S. Treuhaft

Signed in absence to
avoid delay

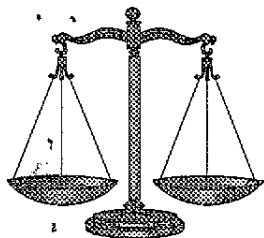
Enclosures

D:\jet\legal\CORP\secstate2.tbsm&m.wpd

FILED
98 AUG -3 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JS

FILED AUG 4 1998



Admitted in Florida and Ohio

Joel S. Treuhaft, P.A.



**3894 Tampa Road, Suite A
Oldsmar, Florida 34677
(813) 855-7766
Fax: 814-0506**

May 29, 1998

Secretary of State
Corporate Division
P.O. Box 6327
Tallahassee, Florida 32314

RE: Tampa Bay Sports Marketing and Management

To Whom It May Concern:

I am enclosing herewith an original and a copy of the Amended Articles of Incorporation for the above-named corporation.

Please file the original of the enclosed Amended Articles of Incorporation and return a file stamped copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

A handwritten signature in cursive script, appearing to read "Joel S. Treuhaft".

Joel S. Treuhaft

Signed in absence
to avoid delay

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 4, 1998

JOEL S. TREUHART, ESQ.
3894 TAMPA ROAD
SUITE A
OLDSMAR, FL 34677

SUBJECT: TAMPA BAY SPORTS MARKETING & MANAGEMENT, INC.
Ref. Number: P97000009579

We have received your document for TAMPA BAY SPORTS MARKETING & MANAGEMENT, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$35.00.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 598A00031582

ARTICLES OF AMENDMENT

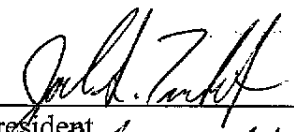
1. The following provisions of the Articles of Incorporation of **TAMPA BAY SPORTS MARKETING & MANAGEMENT, INC.**, a Florida Corporation, filed in Tallahassee on January 27, 1997, be and they hereby are amended in the following particulars:

Article I be and it hereby is amended to read as follows: _

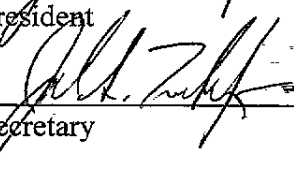
The name of the Corporation shall be **MEDIA PARTNERS, INC.**

2. The foregoing amendments were adopted by the Stockholders and Directors of the corporation of the 6th day of May, 1998.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 29th day of July, 1998.



President




Secretary

FILED
98 AUG -3 PM 1:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, personally appeared JOEL S. TREUHAFHT known to me to be the person who executed the foregoing Articles of Amendment and he acknowledged before me that he executed such instruments for the purposes therein stated.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29th day of July, 1998.



Notary Public
My commission expires: