

**P98000060129**

ACCOUNT NO. : 072100000032

REFERENCE : 188951 4374944

AUTHORIZATION : *Patricia Pizito*

COST LIMIT : \$ 35.00

ORDER DATE : June 15, 2001

ORDER TIME : 10:13 AM

ORDER NO. : 188951-005

CUSTOMER NO: 4374944

*Name*  
*Chase*  
*Amend*  
**800004424238--8**

CUSTOMER: Sherrie Smith, Legal Asst  
Nida & Maloney  
800 Anacapa Street  
Santa Barbara, CA 93101-2212

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DOMESTIC AMENDMENT FILING

NAME: GENESIS INTERMEDIA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

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CONTACT PERSON: Jeanine Reynolds -- EXT# 1133  
EXAMINER'S INITIALS:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*RR*  
**6/18/01**

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
GENESIS INTERMEDIA, INC.

FILED  
01 JUN 18 PM 1:09  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the Florida Statutes, Genesis Intermedia, Inc., a Florida corporation (the "*Corporation*") adopts the following Articles of Amendment to the Articles of Incorporation:

FIRST: Article I of the Corporation's Articles of Incorporation is hereby amended and restated in its entirety to read as follows:

ARTICLE I  
NAME

The name of this corporation is Centerling, Inc. (the "*Corporation*").

THIRD: The adoption of these Articles of Amendment is effective as of November 1, 2000.

FOURTH: These Articles of Amendment were approved by the shareholders of the Corporation. The number of votes cast for the Amendment was sufficient for approval.

IN WITNESS WHEREOF, Genesis Intermedia, Inc. has caused these Articles of Amendment to be executed this 12<sup>th</sup> day of June 2001.

GENESIS INTERMEDIA, INC.

By: 

Ramy El-Batrawi,  
Chief Executive Officer