

Division of Corporations

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332789

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FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN  
BEAUTY BRANDS GROUP, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
BEAUTY BRANDS GROUP, INC.**

THE UNDERSIGNED, James Fuller, being the President, Secretary/Treasurer and Chief Financial Officer of Beauty Brands Group, Inc., a Florida corporation (the "Corporation"), document number 332789, hereby certifies as follows:

1. The Board of Directors of the Corporation, by unanimous written consent executed August 28, 2014, adopted a resolution to (i) amend the Articles of Incorporation, as amended (the "Articles") to change the name of the Corporation and (ii) amend the Articles to effect a 1for29.03963 reverse stock split (the "Reverse Stock Split") of the Corporation's Common Stock.

2. To effect the change of the Corporation's name, the Board of Directors of the Corporation, by unanimous written consent executed on August 28, 2014, approved an amendment to Article FIRST of the Articles amending and restating Article FIRST in its entirety as follows:

"FIRST: The name of the corporation is Random Media, Inc."

3. To effect the Reverse Stock Split, the Board of Directors of the Corporation, by unanimous written consent executed on August 28, 2014, approved an amendment to Article THIRD of the Articles amending and restating Article THIRD in its entirety as follows:

(a) This corporation is authorized to issue two classes of shares designated "Common Stock" and "Preferred Stock," respectively. The total number of shares of Common Stock this corporation is authorized to issue is 50,000,000 with a par value of \$0.001 per share, and the total number of shares of Preferred Stock this corporation is authorized to issue is 10,000,000 with a par value of \$0.001 per share. Shares of Preferred Stock may be issued from time to time in one or more series. The Board of Directors shall determine the designation of each series and the authorized number of shares of each series. The Board of Directors is authorized to determine and alter the rights, preferences, privileges and restrictions granted to or imposed upon any wholly unissued series of shares of Preferred Stock and to increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any such series subsequent to the issue of shares of that series. If the number of shares of any series of Preferred Stock shall be so decreased, the shares constituting such decrease shall resume the status which they had prior to the adoption of the resolution originally fixing the number of shares of such series. There shall be no cumulative voting and pre-emptive rights are denied. Each share shall not be liable to the Corporation or its creditors for any debts or obligations of the Corporation.

(b) Simultaneously with the effective date of the filing of this Certificate of Amendment of Articles of Incorporation (the "Effective Date"), each 29.03963 shares of common stock, par value \$0.001 per share of the Corporation issued and outstanding and all shares held as treasury shares immediately prior to the Effective Date shall be automatically

reclassified and continued, without action on the part of the holder thereof, as one (1) share of common stock, par value \$0.001 per share. The Corporation shall not issue fractional shares on account of such reverse split. Holders of the issued common stock who would otherwise be entitled to a fraction of a share on account of the reverse split shall have such fractional share rounded up to the nearest whole share.

3. The number of shares of the Corporation entitled to vote on the amendments set forth in this Certificate of Amendment of Articles of Incorporation is 17,746,411 shares of Common Stock. The amendments contained in this Amendment of Articles of Incorporation have been consented to and approved by the written consent of the holders of a majority of the Common Stock outstanding and entitled to vote thereon.

[Signature Page to Follow]

Dated: August 28, 2014

BEAUTY BRANDS GROUP, INC.

By:   
President, Secretary/Treasurer  
and Chief Financial Office