

**ARTICLES OF AMENDMENT**  
**PagaNet, Inc.**

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The following amendments to the Corporation's Articles of Incorporation (and previous amendments thereto) were unanimously adopted by the Corporation's Board of Directors at a regular meeting on November 18, 2006 at its principal office. The Corporation has no members; therefore, no member action was required. Now comes the undersigned, being the Chairman of the Board of Directors of PagaNet, Inc., and sets forth on behalf of the Corporation the following as Articles of Amendment:

Article 1. The name of the Corporation is hereby changed to LISTEN Media, Inc.

Article 2. The text of the amendments is as follows, replacing prior text:

- (a) "Article 1. The name of this Corporation shall be LISTEN Media, Inc."
- (b) "Article 2.(a) To serve as an international information, education and networking resource to the spiritual community;"
- (c) "Article 4. The Board of Directors of this Corporation shall consist of not less than three (3) nor more than eleven (11), the number being fixed from time to time by the Board. Each Director shall be appointed for a term of one year in accord with the provisions of this corporation's Bylaws by a majority of the Directors in office at the time of the election of Directors."
- (d) "Article 5. This Corporation shall elect Directors prior to one of two staggered terms. The first term shall run from June 1 to May 31; the second term shall run from December 1 – November 30."
- (e) "Articles of Amendment (1995) Article 1. The name of the Corporation is LISTEN Media, Inc."
- (f) "Articles of Amendment (1995) Article 3.(a) Specifically, the Corporation shall produce, publish and distribute to the public a periodical that serves as an international information, education and networking resource to the spiritual community and that includes information and advertisements of interest to those who are likely to read the periodical."