

FILING RECEIPT

ENTITY NAME: GATEWAVE, INC.

DOCUMENT TYPE: AMENDMENT (DOMESTIC NFP)
PROCESS NAME

COUNTY: NEWY

FILED:09/02/2010 DURATION:***** CASH#:100902000508 FILM #:100902000469

FILER:

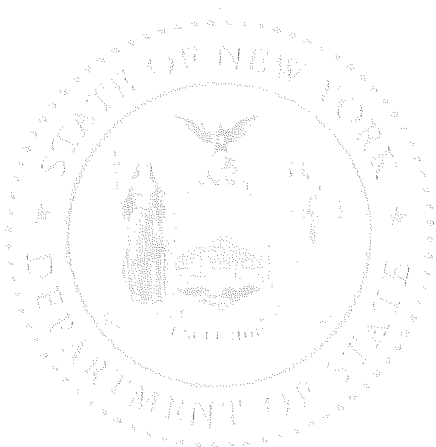
OFFICE OF MARK L MANEWITZ
360 E 72ND ST STE A1401

NEW YORK, NY 10021

ADDRESS FOR PROCESS:

C/O MARK L. MANEWITZ
360 EAST 72ND ST., STE. A1401
NEW YORK, NY 10021

REGISTERED AGENT:



SERVICE COMPANY: UNITED CORPORATE SERVICES - 37

SERVICE CODE: 37

FEEs	90.00
FILING	30.00
TAX	0.00
CERT	0.00
COPIES	10.00
HANDLING	50.00

PAYMENTS	90.00
CASH	0.00
CHECK	0.00
CHARGE	0.00
DRAWDOWN	90.00
OPAL	0.00
REFUND	0.00

GATEW19294

DOS-1025 (04/2007)

STATE OF NEW YORK

DEPARTMENT OF STATE

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.



WITNESS my hand and official seal of
the Department of State, at the City of
Albany, on September 3, 2010.

A handwritten signature in black ink, appearing to read "Daniel E. Shapiro".

Daniel E. Shapiro
First Deputy Secretary of State

100902000469

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
THE RADIO READING PROJECT, INC.**

**Under Section 803 of the Not-for-Profit Corporation
Law of the State of New York**

Pursuant to the provisions of Section 803 of the Not-for-Profit Corporation Law, the undersigned, being the Authorized Person of the corporation, hereby certifies:

FIRST: The name of the corporation is:

THE RADIO READING PROJECT, INC.

SECOND: The Certificate of Incorporation was filed by the Secretary of State of the State of New York on December 14, 2009 under the Not-for-Profit Corporation Law.

THIRD: The corporation is a corporation as defined in subparagraph (a)(5) of Section 102 of the New York Not-for-Profit Corporation Law; and is a Type B corporation as defined by Section 201 of the New York Not-for-Profit Corporation Law.

FOURTH: The amendment to the Certificate of Incorporation affected by this certificate is as follows:

Paragraph FIRST of the Certificate of Incorporation, relating to the name of the corporation, is hereby amended to read as follows:

"FIRST: The name of the corporation is:

GATEWAVE, INC."

FIFTH: The amendment of the Certificate of Incorporation is authorized by a majority vote of the members entitled to vote thereon at a meeting of such members.

SIXTH: The Secretary of State is hereby designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is c/o Mark L. Manewitz, 360 East 72nd Street, Suite A1401, New York, NY 10021.

IN WITNESS WHEREOF, I hereunto sign my name this thirtieth day of August, 2010.

/s/MARK MANEWITZ
Mark Manewitz, Authorized Person

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100902000469.

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
THE RADIO READING PROJECT, INC.

Under Section 803 of the Not-for-Profit Corporation
Law of the State of New York

Office of Mark L. Manewitz
360 E. 72nd Street, Suite A1401
New York, NY 10021

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STATE OF NEW YORK
DEPARTMENT OF STATE

FILED SEP 02 2010

TAX S

BY:

Customer Reference # GATEW19294

DRAWDOWN

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