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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

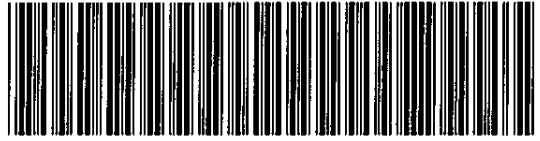
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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11/27

InterSearch Group, Inc.

November 26, 2007

PERSONAL & CONFIDENTIAL

Susan Payne, Supervisor
Amendment Filing Section
Florida Department of State
2661 Executive Center Circle
Clifton Building
Tallahassee, Florida 32301

Re: Amendment to Articles of Incorporation for InterSearch Group, Inc.
Document Number: P94000027095

Dear Ms. Payne:

Pursuant to your conversation with Margo Valenti, a Paralegal with the law firm of Foley & Lardner LLP, enclosed please find the following documents for filing with the Florida Secretary of State:

1. Articles of Dissolution for Banks.com, Inc.;
2. Articles of Amendment to InterSearch Group, Inc.; and
3. Consent to Use of Name executed by Banks.com, Inc.

As you will recall from your conversations with Ms. Valenti, this name change is a little different due to the use of the word "banks". Florida law requires a corporation to obtain clearance through the Office of Financial Regulation (the "Office") prior to filing Articles of Incorporation with the Secretary of State when using words such as bank, banks, etc. in the name of the corporation. Final approval for use of the name was granted by the Office on September 19, 2007.

According to Barbara King, Administrative Assistant with the Office, and the person responsible for handling such matters, no further action is necessary. Ms. King stated that once approval is granted for the use of a particular name, the Office is no longer involved. I have enclosed a copy of the letter addressed to InterSearch Group, Inc. granting us approval to use the name as a matter of convenience. Ms. Valenti also had a chance to speak with Ms. King again today and she reconfirmed that no additional action is required.

InterSearch Group, Inc.

Due to the nature of the filing, and the timing issues involved with InterSearch Group, Inc. being a publicly held company, you have asked us to send the documents directly to your attention. In addition, I have also enclosed a check in the amount of \$70.00 to cover the cost of filing the Articles of Dissolution (\$35.00) and the filing of the Articles of Amendment (\$35.00).

If you have any questions, or need additional information with regard to the above referenced filings, please contact Ms. Valenti directly at 813-225-4110. Ms. Valenti is very familiar with the situation and will certainly be of help in the event any problems should arise.

Thank you for your assistance with this matter.

Sincerely,



Jennifer F. Drimmer
Director – Legal Affairs

Enclosures

**ARTICLES OF DISSOLUTION
OF
BANKS.COM, INC.**

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TALLAHASSEE, FLORIDA**

Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, BANKS.COM, INC., a Florida corporation, adopts the following Articles of Dissolution for the purpose of dissolving the corporation:

FIRST: The name of the corporation as currently filed with the Florida Department of State: Banks.com, Inc.

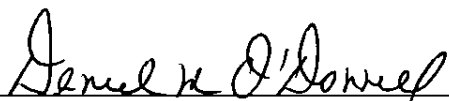
SECOND: The document number of the corporation P07000105256

THIRD: The dissolution was authorized on November 26, 2007 and shall become effective upon acceptance of the filing by the Secretary of State.

FOURTH: Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Dissolution on the 26th day of November 2007.

BANKS.COM, INC.

By: 
Name: Daniel M. O'Donnell
Title: President