

EXHIBIT D

WRITTEN CONSENT IN LIEU OF ANNUAL MEETING
OF THE
SOLE STOCKHOLDER
OF
NAVIGATION CATALYST SYSTEMS, INC.

The undersigned, the sole stockholder of NAVIGATION CATALYST SYSTEMS, Inc. (the "Company"), takes the following actions pursuant to Section 211(b) of the Delaware General Corporation Law and Bylaws of the Company.

Election of Director

RESOLVED, that the following person is elected to serve as the Sole Director of the Company until his successor has been duly elected and qualified or until his earlier resignation or removal:

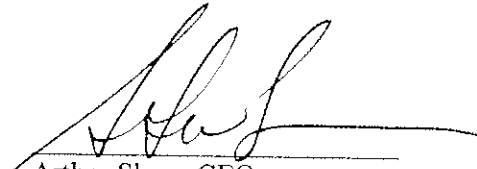
Arthur Shaw

This Written Consent shall be filed in the Minute Book of the Company and shall become a part of the records of the Company.

IN WITNESS WHEREOF, the undersigned has executed this Unanimous Written Consent as of the date first above written.

SOLE STOCKHOLDER
Connexus Corporation

Dated: *June 13*, 2008



Arthur Shaw, CEO

State of Delaware
Secretary of State
Division of Corporations
Delivered 11:00 AM 09/20/2007
FILED 11:00 AM 09/20/2007
SRV 071038572 - 3232720 FILE

CERTIFICATE OF AMENDMENT
OF
AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
NEW.NET, INC.

NEW.NET, INC., a corporation organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), DOES HEREBY CERTIFY:

FIRST: The Corporation was incorporated on May 23, 2000 under the name "TopLevelDomains.com, Inc." pursuant to the General Corporation Law.

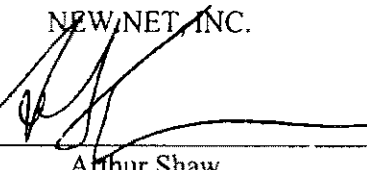
SECOND: The Amendment of the Amended and Restated Certificate of Incorporation of the Corporation in the form set forth in the following resolution has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware by the stockholders and the Board of Directors of the Corporation:

RESOLVED, that Article One of the Amended and Restated Certificate of Incorporation as presently in effect be, and the same hereby is, amended and restated to read in its entirety as follows:

"The name of this corporation is FirstLook, Inc."

THIRD: The Certificate of Amendment of the Amended and Restated Certificate of Incorporation so adopted reads in full as set forth above and is hereby incorporated herein by this reference. All other provisions of the Amended and Restated Certificate of Incorporation remain in full force and effect.

IN WITNESS WHEREOF, the Corporation has caused this Certificate to be signed by its duly authorized Chief Executive Officer this 29th day of August, 2007.

NEW.NET, INC.
By 
Arthur Shaw
Chief Executive Officer