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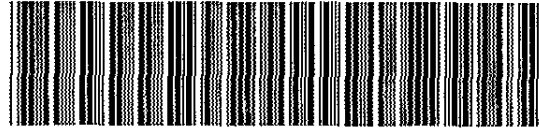
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02 NOV -8 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend
T. Lewis 11/14/02

GAPSS, INC.
3737 Domestic Avenue, Unit #4
Naples, FL 34104
(941) 403-8299

September 20, 2002

Secretary of State
Division of Corporations
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314


Re: Articles of Amendment to Articles of Incorporation
for GAPSS, INC., a Florida corporation

Dear Sirs:

Enclosed please find original Articles of Amendment to Articles of Incorporation for GAPSS, INC., for filing in your office. Also enclosed is a copy of the Articles of Amendment, which we would appreciate your certifying and returning to us in the envelope provided. Our check in the amount of \$43.75 is enclosed to cover a) the filing fee of \$35.00; and b) the fee for providing a certified copy of \$8.75.

If you have any questions concerning the filing of the enclosure, please give me a call. Thank you for your assistance.

Sincerely,



Frank J. Benditt
Secretary/Treasurer

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
GAPSS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GAPSS, INC., a Florida corporation, organized and existing under the laws of the State of Florida, hereby certifies as follows:

Pursuant to written action of all of the Shareholders and all of the members of the Board of Directors of the Corporation, in lieu of a special meeting, the following resolution was adopted on September 20, 2002 amending the Articles of Incorporation:

RESOLVED, that Article IV of the Articles of Incorporation filed with the Secretary of State of Florida be amended as hereinafter set forth:

"ARTICLE IV – CAPITAL STOCK

The Corporation is authorized to issue Five Hundred (500) shares of One Dollar (\$1.00) par value common stock, which shall be designated as "Common Stock". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors."

WHEREUPON, at Naples, Florida, this 20 day of Sept., 2002, the Corporation has caused its President to execute these Articles of Amendment to Articles of Incorporation, so that, on the filing hereof, the Articles of Incorporation shall be deemed amended accordingly.

GAPSS, INC.,
a Florida corporation

By: _____

President