

P 7000107652

Law Offices of
Michael A. Lampert, P.A.
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West Palm Beach, Florida 33401
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Michael A. Lampert
(Florida Board Certified Tax Lawyer)
Also Admitted in PA. and D.C.

98 JAN 26 AM 8:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
Of Counsel:
Esther A. Zaretsky
Richard P. Zaretsky
(Florida Board Certified Real Estate Lawyer)
*Also Admitted in N.Y.

December 30, 1997

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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*****35.00 *****35.00

Re: GFS CAPITOL, INC.

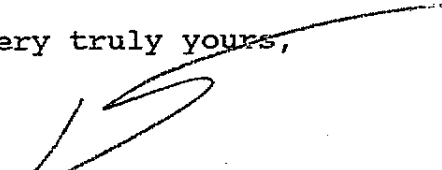
Dear Sir/Madam:

Enclosed please find:

1. Articles of Amendment to change the name of the above referenced corporation to **GFS CAPITAL, INC.**; and
2. Our check in the amount of \$35.00.

If you should have any questions, please feel free to contact me or my legal assistant, Reba Cooley.

Very truly yours,


Michael A. Lampert

MAL:rc
Enclosure

N/C

VS JAN 28 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 9, 1998

MICHAEL A. LAMPERT, P.A.
THE FORUM - SUITE 900
1655 PALM BEACH LAKES BLVD.
WEST PALM BEACH, FL 33401

SUBJECT: GFS CAPITOL, INC.
Ref. Number: P97000107652

We have received your document for GFS CAPITOL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If an amendment was adopted by the incorporators or board of directors without shareholder action, a statement to that effect and that shareholder action was not required must be contained in the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard
Corporate Specialist

Letter Number: 998A00001208

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Of Counsel:
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(Florida Board Certified Real Estate Lawyer)
**Also Admitted in N.Y.*

January 21, 1998

Ms. Velma Shepard
Corporate Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: GFS Capitol, Inc.

Dear Ms. Shepard:

Enclosed please find:

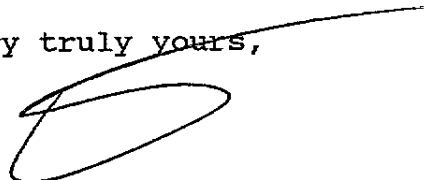
1. A copy of your letter dated January 9, 1998; and
2. Articles of Amendment to Articles of Incorporation of GFS Capitol, Inc. prepared according to your form.

You are holding our check in the amount of \$35.00.

Please change the name of the corporation to GFS Capital, Inc.

If you should have any questions, please feel free to contact me.

Very truly yours,



Michael A. Lampert

MAL:rc
Enclosure

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GFS CAPITOL, INC.

FILED
98 JAN 26 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Florida profit corporation adopts the following Articles of Amendment to its articles of incorporation:

1. Article I of the Articles of Incorporation of the Corporation is hereby amended such that Article I shall read in its entirety as follows:

The name of the corporation is:
GFS CAPITAL, INC.

2. The foregoing amendment was adopted by the sole Incorporator and sole Director without shareholder action and shareholder action was not required.

3. The date of this amendment's adoption is December 23, 1997.

IN WITNESS WHEREOF, the undersigned Sole Incorporator and Sole Director of the Corporation has executed these Articles of Amendment on the 21st day of January, 1998.



MICHAEL A. LAMPERT
Sole Incorporator and Sole
Director