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John S. Steinhauer
Attorney and Counselor at Law

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March 17, 1997

Via Federal Express

Amendment Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

900002117149--2
-03/18/97--01140--004
*****87.50 *****87.50

Re: 1290, Inc., a Nevada Corporation

Dear Sir or Madam:

1290, Inc., a Nevada corporation, is registered to do business in Florida. Its Articles of Incorporation have been amended to change the name to GPRCGroup, Inc. Enclosed are the following to effect the name change in Florida:

1. "Application for Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida"
2. Original "Certificate of Amendment of Articles of Incorporation", as filed in Nevada
3. Check in the amount of \$87.50 to cover the filing fee and the fee for a Certified Copy of your filing.

Please send the Certified Copy to me in the enclosed prepaid Federal Express envelope. My address and phone number:

John S. Steinhauer, Esq.
530 Key Building
159 South Main Street
Akron, OH 44308
Phone: (330)535-1010

If you have any questions, please do not hesitate to call me or my secretary, Pat Jones, at the above number.

Sincerely,

John S. Steinhauer
John S. Steinhauer

JSS:pj
Enclosures

FILED
MAR 18 AM 8:42
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

SH 3/24

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

FILED
97 MAR 18 AM 8:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. 1290, INC.
Name of corporation as it appears on the records of the Department of State.
2. Nevada
Incorporated under laws of
3. January 16, 1997
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? March 13, 1997
5. GPRCGroup, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction

James F. Gaul
Signature

James F. Gaul
Typed or printed name

3/17/97
Date

Vice President
Title

FILED
IN THE OFFICE OF THE
SECRETARY OF STATE OF THE
STATE OF NEVADA

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

(After Issuance of Stock)

Filed by:

MAR 13 1997

1290, INC.

Name of Corporation

DEAN HELLER SECRETARY OF STATE

We the undersigned

James D. Van Tiem

END

~~XXXXXXXXXXXX~~ Vice President

John S. Steinhauer

of

1290, Inc.

Secretary ~~XXXXXXXXXXXX~~

Name of Corporation

do hereby certify:

That the Board of Directors of said corporation at a meeting duly convened, held on the 31st
day of January, 19 97, adopted a resolution to amend the original articles as follows:

Article 1 is hereby amended to read as follows:

The name of the corporation 1290, Inc. shall be changed,
and it shall hereafter be known as:

GPRCGroup, Inc.

The number of shares of the corporation outstanding and entitled to vote on an amendment to the
Articles of Incorporation is 100; that the said change(s) and amendment have been consented to
and approved by a majority vote of the stockholders holding at least a majority of each class of stock
outstanding and entitled to vote thereon.


~~XXXXXXXXXXXX~~ Vice President


~~XXXXXXXXXXXX~~ Secretary

State of OHIO

County of SUMMIT

ss.

On MARCH 11, 1997, personally appeared before me, a Notary Public,

James D. Van Tiem and John S. Steinhauer

who acknowledged

Names of Persons Appearing and Signing Document

that they executed the above instrument.

PATRICIA L. JONES, Notary Public
State of Ohio

Statewide Jurisdiction

My Commission Expires Oct. 1, 1998


Signature of Notary