

F04000001125

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

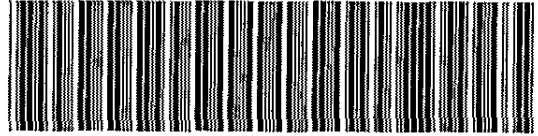
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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*none
change
Amend*

2006 NOV -2 PM 4: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

Office of the Secretary of State
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

06 NOV -2 PM 3: 30

RECEIVED

*ADR
11/3/06*



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 569035 7556188
AUTHORIZATION *Spuddean*
COST LIMIT : \$ 35.00

ORDER DATE : November 1, 2006
ORDER TIME : 9:10 AM
ORDER NO. : 569035-005
CUSTOMER NO: 7556188

FOREIGN FILINGS

NAME: HUGHES GP & MANAGEMENT, INC.

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Heather Chapman -- EXT#

EXAMINER: _____

FILED

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.)

2006 NOV -2 PM 4:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

F04000001125

(Document number of corporation (if known))

1. Hughes GP & Management, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware (Incorporated under laws of) 3. 03/01/04 (Date authorized to do business in Florida)

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

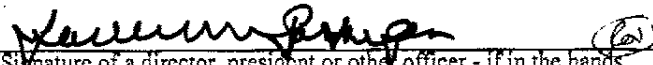
4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10/25/06

5. HD Supply GP & Management, 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)

N/A
(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.
N/A
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
(New jurisdiction)


(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Jonathan M. Gottsegen
(Typed or printed name of person signing)

Assistant Secretary
(Title of person signing)

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "HUGHES GP & MANAGEMENT, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HD SUPPLY GP & MANAGEMENT, INC.", THE TWENTY-FIFTH DAY OF OCTOBER, A.D. 2006, AT 12:28 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "HUGHES GP & MANAGEMENT, INC." WAS INCORPORATED ON THE SIXTH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.



2615006 8320

061004094

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5164553

DATE: 11-01-06