F07000004077

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
05/15/08
Dc

BakerHostetler

Baker&Hostetler LLP

3200 National City Center
1900 East 9th Street
Cleveland, OH 44114-3485

T 216.621.0200
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www.bakerlaw.com

direct dial: 216.861.6088
jhardy@bakerlaw.com

May 8, 2008

Via UPS

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: QMI America, Inc.

Dear Sir/Madam:

Enclosed for filing please find an original and one copy of an Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida for the above-referenced corporation, a certified copy of the Certificate of Amendment from the corporation's state of incorporation and a check in the amount of $35.00 for the filing fee.

For our records, please return evidence of filing of the Application to me in the enclosed self-addressed stamped envelope.

If there are any questions or concerns, please contact me at 216/861-6088.

Sincerely,

JHardy

Jennifer Hardy
Paralegal

Encl.

SOLICITORS, 016622, 000001, 102298153.1

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: QMI America, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F07000004077

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jennifer Hardy
(Name of Contact Person)

Baker & Hostetler LLP
(Firm/Company)

3200 National City Center, 1900 E. 9th Street
(Address)

Cleveland, Ohio 44114
(City/State and Zip Code)

For further information concerning this matter, please call:

Jennifer Hardy at (216) 861-6088
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- [x] $35.00 Filing Fee
- [ ] $43.75 Filing Fee & Certificate of Status
- [ ] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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)

F07000004077

(Document number of corporation (if known))

1. QMI America, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Delaware
(Incorporated under laws of)

3. August 13, 2007
(Date authorized to do business in Florida)

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SECRETARY OF STATE
TALLAHASSEE, 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? April 1, 2008

5. OnSpeX, 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)

(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.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

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

Robert J. Falconi
(Typed or printed name of person signing)

Secretary
(Title of person signing)

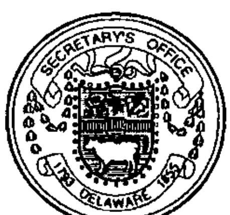
Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ONSPEX, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE SIXTH DAY OF MAY, A.D. 2008.

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.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

2388827 8300

AUTHENTICATION: 6570969

080508936

DATE: 05-06-08

You may verify this certificate online
at corp.delaware.gov/authver.shtml

Delaware

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "QMI AMERICA, INC.", CHANGING ITS NAME FROM "QMI AMERICA, INC." TO "ONSPEX, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF APRIL, A.D. 2008, AT 4:40 O'CLOCK P.M.

Harriet Smith Windsor, Secretary of State

2388827 8100

AUTHENTICATION: 6569143

080505860

DATE: 05-05-08

You may verify this certificate online at corp.delaware.gov/authver.shtml

CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF INCORPORATION

QMI America, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

> RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing the Article thereof numbered "First" so that, as amended, said Article shall be read as follows:
>
> Article First: The name of this corporation is OnSpeX, Inc.

SECOND: That in lieu of a meeting and vote of the stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

FOURTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective ~~on~~ upon filing.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by RJ Falcucci, its Corporate Secretary, this 26 day of March, 2008.

State of Delaware
Secretary of State
Division of Corporations
Delivered 04:54 PM 04/01/2008
FILED 04:40 PM 04/01/2008
SRV 080382986 - 2388827 FILE

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