

F94000002800

INTEGRATED MERCHANT SERVICES, INC.

May 6, 1999

Amendment Section
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Dear Sir or Madam:

Enclosed is an Application to File Amendment for a name change on the corporation Integrated Merchant Services, Inc. A check for the filing fee as well as an original Certificate of Amendment is enclosed. Our mailing address is 11336 Wiles Road, Coral Springs, Florida 33076 and our telephone number is (954) 340-1240 extension 302. Feel free to contact me should you require any assistance.

Sincerely,



Brenda E. Font
Office Administrator

FILED
99 MAY 17 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

600002870056--9
-05/10/99--01136--007
*****35.00 *****35.00

RECEIVED
MAY -7 01 9:29
DIVISION OF CORPORATIONS

NIC
Amend
5/17/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 11, 1999

Integrated Futuristic Enterprises, Inc.
Attn: Brenda E. Font
11336 Wiles Road
Coral Springs, FL 33076

SUBJECT: TRI-BECK FUTURISTIC ENTERPRISES, INC.
Ref. Number: F94000002800

We have received your document for TRI-BECK FUTURISTIC ENTERPRISES, INC. and check(s) totaling \$1350.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The agent must sign the reinstatement form in box #10 in order for the reinstatement to be filed. The amendment and fee of \$35 is being held pending return of the reinstatement.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 699A00025754

FE # 1818-5993-8
W99-11010

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)

1. Tri-Beck Futuristic Enterprises, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware Incorporated under laws of 3. May 27, 1994 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? December 3, 1996
5. Integrated Merchant Services, 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

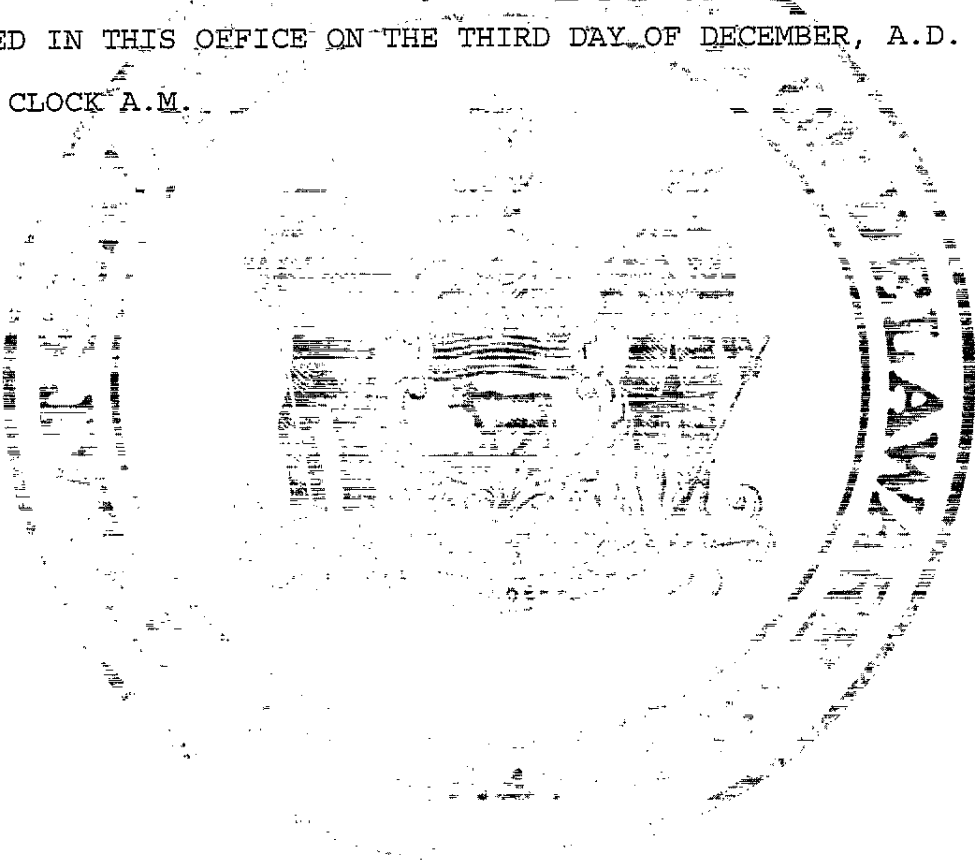
FILED
99 MAY 17 PM 12:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

William R. Becker Signature 5/6/99 Date

William R. Becker Typed or printed name Director Title

State of Delaware
Office of the Secretary of State

I, EDWARD J. FREEL, 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 "TRI-BECK FUTURISTIC ENTERPRISES, INC.", CHANGING ITS NAME FROM "TRI-BECK FUTURISTIC ENTERPRISES, INC." TO "INTEGRATED MERCHANT SERVICES, INC.", FILED IN THIS OFFICE ON THE THIRD DAY OF DECEMBER, A.D. 1996, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

2389884 8100

991156380

AUTHENTICATION:

9698700

DATE:

04-21-99

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

TRI-BECK FUTURISTIC ENTERPRISES, INC.

TRI-BECK FUTURISTIC ENTERPRISES, 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 at a meeting of the Board of Directors of TRI-BECK FUTURISTIC ENTERPRISES, INC. resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended said Article shall be and read as follows:

FIRST: The name of the corporation is Integrated Merchant Services, Inc.

SECOND: That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of said corporation was duly called and held, upon notice in accordance with Section 222 of the General Corporation law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said TRI-BECK FUTURISTIC ENTERPRISES, INC. has caused this certificate to be signed by its Authorized Officer this 3rd day of December, 1996.

BY: William R. Becker
Name: William R. Becker
Title: Vice-President