

# MAILWORKS

THE SOUTH'S DIRECT MAIL COMPANY

A MAILSOUTH™ Service

F94000006178

500002143735-14  
-04/21/97-01162-020-4  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

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

Please find enclosed an original certificate from the State of Alabama evidencing the amendment for the name change. Please contact us at (205) 620-6295 if any further information is needed.

Thank you for your help in this matter.

Sincerely,



Cathy Hammond  
Accounts Receivable

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 APR 21 AM 9:52

nc

APR 28 1997

**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.)

DIVISION OF CORPORATIONS  
RECEIVED  
FEB 21 AM 9:52

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

1. The Mail Works-South, Inc.  
Name of corporation as it appears on the records of the Department of State.
2. ALABAMA 3. 12/2/94  
Incorporated under laws of 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? 10/17/96
5. Mail South, 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

X. Dale F. Kilpatrick  
Signature

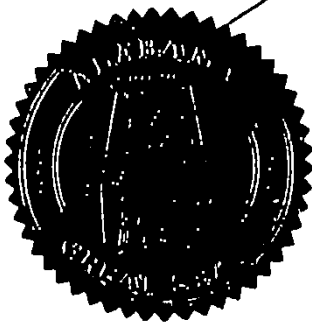
2/28/97  
Date

DALE F. KILPATRICK  
Typed or printed name

TREASURER  
Title

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that as appears on file and of record in this office, the pages hereto attached, contain a true, accurate and literal copy of the Articles of Amendment to the Articles of Incorporation of The MailWorks-South, Inc. changing the name to Mailsouth, Inc. as received and filed in the office of the Secretary of State of Alabama on October 24, 1996, showing the date of amendment as October 17, 1996, the date said instrument was filed in the office of the Judge of Probate of Jefferson County.



In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

03/31/97

Date

*Jim Bennett*

Jim Bennett

Secretary of State

COPY

This instrument prepared by:  
Paul E. Topplin  
Johnston, Barton, Proctor & Powell  
2900 AmSouth/Harbert Plaza  
1901 Sixth Avenue North  
Birmingham, Alabama 35203

9 6 1 2 / 4 0 2 3

ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
THE MAILWORKS-SOUTH, INC.

123.983  
Recorded by: [Signature]  
[Initials]

Pursuant to the provisions of Ala. Code §§ 10-2B-10.03, et seq., the undersigned corporation hereby reports and certifies the adoption of the following Amendment to its Articles of Incorporation:

1. The name of the corporation is THE MAILWORKS-SOUTH, INC.

2. The amendment adopted is as follows:

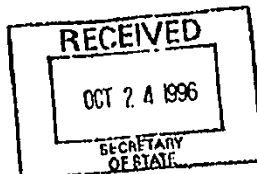
Article 1st of the Articles of Incorporation is hereby deleted in its entirety and the following substituted therefor:

"1st. The name of the corporation is MAILSOUTH, INC."

3. The amendment was duly adopted by the unanimous votes of all of the shareholders and all members of the Board of Directors of the corporation on October 1, 1996.

4. The number of shares of capital stock of the corporation outstanding and entitled to vote at the time of the adoption of the amendment was Nineteen Thousand Three Hundred Fifty (19,350) shares of voting common stock, all of the same class.

5. The number of shares voted for the amendment was Nineteen Thousand Three Hundred Fifty (19,350), and the number of shares voted against was Zero (0).



State of Alabama - Jefferson County  
1996 OCT 17 P.M. 36117  
Recorded and \$  
and \$ 11.00  
Total \$ 11.00  
[Signature]  
JUDGE OF PROBATE  
9612/4023

IN WITNESS WHEREOF, the undersigned corporation has caused these Articles of Amendment to be executed in its name and on its behalf by its President on this 1st day of October, 1996.

THE MAILWORKS-SOUTH, INC.

By: [Signature]

Its: President

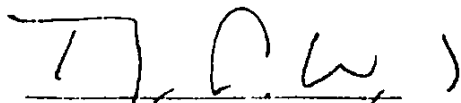
THE MAILWORKS-SOUTH, INC.

ACTION BY SHAREHOLDERS AND DIRECTORS WITHOUT A MEETING

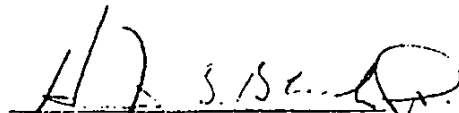
The undersigned, being the owners of all the issued and outstanding capital stock and all of the directors of THE MAILWORKS-SOUTH, INC., an Alabama corporation, hereby authorize, approve, ratify and consent to the amendment to the Articles of Incorporation of said corporation as set forth in the Articles of Amendment in the form attached hereto as Exhibit A; and the President of said corporation is hereby authorized, empowered and directed, for and on behalf of and in the name of the corporation, to execute said Articles of Amendment, to file the same in the Office of Judge of Probate of Shelby County, Alabama, and to do and perform any other acts and things necessary to implement said Articles of Amendment.

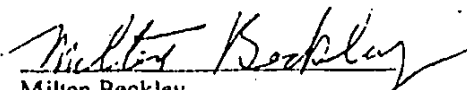
Executed as of October 1, 1996.

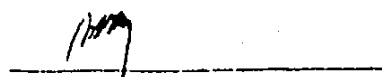
DIRECTORS:

  
B. L. Howard, Jr.


  
W. H. Mitchell

  
Harold B. Blach, Jr.

  
Milton Beckley

  
Frank Rosenberg

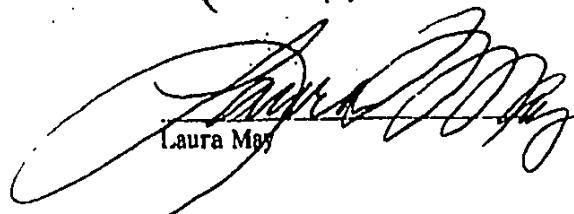
STOCKHOLDERS:

  
B. L. Howard, Jr.

  
Dale F. Kilpatrick

  
W. H. Mitchell

  
Michael P. Murphy

  
Laura May

Harold B. Blach, Jr.  
Harold B. Blach, Jr.

Milton Beckley  
Milton Beckley

Mark A. Condra  
Mark A. Condra

Russ Riggs  
Russ Riggs

Mark Nelson  
Mark Nelson

Jerry Leckness  
Jerry Leckness

GS America, Inc.

By: Tommy  
Its: Walter

# STATE OF ALABAMA

I, Jim Bennett, Secretary of State of the State of Alabama, having custody of the Great and Principal Seal of said State, do hereby certify that pursuant to the provisions of Section 10-2B-4.02, Code of Alabama 1975, and upon an examination of the corporation records on file in this office, the following corporate name is reserved as available:

Mail South, Inc.

This domestic corporation name is proposed to be incorporated in Jefferson County and is for the exclusive use of B L Howard, 1901 Sixth Ave North, Birmingham, AL 35203-2618 for a period of one hundred twenty days beginning June 20, 1996 and expiring October 19, 1996.

In Testimony Whereof, I have hereunto set my hand and affixed the Great Seal of the State, at the Capitol, in the City of Montgomery, on this day.

June 20, 1996

Date



*Jim Bennett*

Jim Bennett

Secretary of State



State of Alabama  
Jefferson County

I, the Undersigned, as Judge of the Court of Probate,  
in and for said County, in said State, hereby certify that  
the foregoing is a full, true and correct copy of the  
instrument with the filing of same as appears of  
record in this office in Vol. 9612 Record of

PE on page 4823

Given under my hand and official seal, this the 17th  
day of Oct 1976

Michael F. Bolin  
Judge of Probate