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ADMITTED IN DC ONLY\*\*  
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OF COUNSEL

OUR FILE NUMBER

F97000000557

May 6, 1997

34-173-001

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

100002175581--3  
-05/12/97--01161--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: N.C. PCSM, Inc.  
Document number F97000000557

Dear Sir/Madam:

I am enclosing Application by Foreign Profit Corporation to File Amendment to Application for Authorization for filing. In support of the application, a certificate issued by the North Carolina Department of State is enclosed. A check in the amount of \$35 is enclosed for the filing fee.

Please return the acknowledgement of filing to my attention.

Very truly yours,

*Kimberly B. Little*  
Kimberly B. Little  
Paralegal

Enclosures

34173001/1-fldoa6.kbl

*Name Change*  
*5/11/97*

FILED  
97 MAY 12 PM 2:18  
TALLAHASSEE, FLORIDA

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

(1-3 must be completed)

FILED  
97 MAY 12 PM 2:18  
SECOND JAIL OF STATE  
TALLAHASSEE, FLORIDA

- (4-7 complete only the applicable changes)

- Tide**

# STATE OF NORTH CAROLINA



Department of The  
Secretary of State

To all whom these presents shall come, Greetings:

*I, Elaine F. Marshall, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of*

## ARTICLES OF AMENDMENT

OF

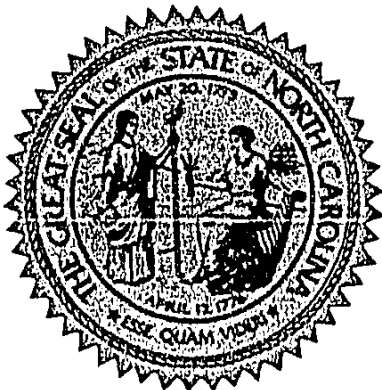
N.C. PCSM, INC.

Which changed its name to:

PCS MANAGEMENT CORP.

*the original of which is now on file and a matter of record in this office.*

*IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 11th day of April, 1997.*



*Elaine F. Marshall*

Secretary of State

57059

State of North Carolina  
Department of the Secretary of State  
ARTICLES OF AMENDMENT

0-0104553  
**FILED**

3:20 P.M.  
FEB 28 1997

EFFECTIVE  
ELAINE F. MARSHALL  
SECRETARY OF STATE

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

- 1 The name of the corporation is: N.C. PCSM, INC.
- 2 The text of each amendment adopted is as follows: (State below or attach)  
The name of the corporation is changed to PCS Management Corp.
- 3 If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment, if not contained in the amendment itself, are as follows
- 4 The date of adoption of each amendment was as follows: January 22, 1997
- 5 (Check either a, b, c, or d, whichever is applicable)
  - a ☐ The amendment(s) was (were) duly adopted by the incorporators prior to the issuance of shares.
  - b ☐ The amendment(s) was (were) duly adopted by the board of directors prior to the issuance of shares.
  - c ☐ The amendment(s) was (were) duly adopted by the board of directors without shareholder approval as shareholder approval was not required because (set forth a brief explanation of why shareholder action was not required)  
\_\_\_\_\_  
\_\_\_\_\_
  - d ☒ The amendment(s) was (~~were~~) approved by shareholder action, and such shareholder approval was obtained as required by Chapter 55 of the North Carolina General Statutes.

ARTICLES OF AMENDMENT  
Page 2

- 6 These articles will be effective upon filing, unless a delayed time and date is specified:

This the 24<sup>th</sup> day of January, 19 97

N.C. PCSM, INC.

Name of Corporation

Signature

Ellen Keats, Assistant Secretary

Type or Print Name and Title

NOTES.

- 1 Filing fee is \$50. This document and one exact or conformed copy of these articles must be filed with the Secretary of State.