

F97000006415

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

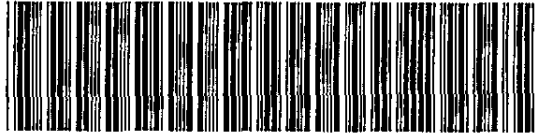
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 JUL -5 AM 8:43

FILED

T BROWN JUL -6 2005

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: ATC Distribution Group, Inc.
(Name of corporation)

DOCUMENT NUMBER: F97000006415

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Greg Griffin
(Name of person)

Axiom Automotive Technologies, Inc.
(Name of firm/company)

One PPG Place; Suite 3150
(Address)

Pittsburgh, PA 15222
(City/state and zip code)

For further information concerning this matter, please call:

Greg Griffin at (412) 545-8159
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$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
409 E. Gaines Street
Tallahassee, FL 32399



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 17, 2005

GREGORY C. GRIFFIN
AXIOM AUTOMOTIVE TECHNOLOGIES, INC.
ONE PPG PLACE, SUITE 3150
PITTSBURGH, PA 15222

SUBJECT: ATC DISTRIBUTION GROUP, INC.
Ref. Number: F97000006415

We have received your document for ATC DISTRIBUTION GROUP, INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date 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. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

The new name is available in Florida, therefore the alternate name can be removed for the application.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Document Specialist

Letter Number: 005A00041866

AXIOM™

AUTOMOTIVE TECHNOLOGIES

Division of Corporations
Attn: Teresa Brown
P.O. Box 6327
Tallahassee, FL 32314

Dear Ms. Brown:

Attached is the letter you sent me along with the "Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida" for our company along with the backup documentation you have requested.

We have been in the process of changing the business name for about a year. During this time period the following has happened. On April 1, 2004 the company's name in our state of incorporation (Delaware) was changed from ATC Distribution Group, Inc. to ACE Distribution Group, Inc. (this was never reported to Florida). Then on January 12, 2005 the name changed from ACE Distribution Group, Inc. to Axiom Automotive Technologies, Inc. I am in hopes that the first change will be overlooked as an oversight on our part and that the ultimate change to Axiom Automotive Technologies, Inc. can take place from this action.

In addition to this name change, our corporate address has changed from 9001 Cane Run Road, Louisville, KY 40258 to the following:

One PPG Place
Suite 3150
Pittsburgh, PA 15222

Our Federal ID Number (36-4175382), physical addresses in Florida as well as our Registered Agent in Florida remain the same.

Please make these changes or advise me as to what else we must do to have these changes take place. I greatly appreciate your assistance in this matter.

Sincerely;



Gregory G. Griffin
Financial Analyst
Axiom Automotive Technologies, Inc.

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)

FILED
05 JUL -5 AM 8:43
TALLAHASSEE, FLORIDA
DEPARTMENT OF STATE

F97000006415

(Document number of corporation (if known))

1. ATC Distribution Group, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. 12/05/1997

(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? 04/01/2004

5. ACE Distribution Group, 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)

* David N Pecore

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

06/29/2005

(Date)

David N. Pecore

(Typed or printed name of person signing)

VP, Secretary & Treasurer

(Title of person signing)

Delaware

PAGE 1

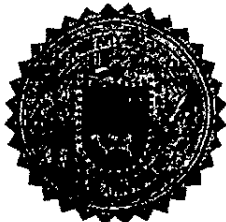
The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE DO HEREBY CERTIFY THAT THE SAID "TM-AL ACQUISITION CORP." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ATC DISTRIBUTION GROUP, INC.", ON THE TWENTY-SIXTH DAY OF NOVEMBER, A.D. 1997, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "ATC DISTRIBUTION GROUP, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ACE DISTRIBUTION GROUP, INC.", ON THE FIRST DAY OF APRIL, A.D. 2004, AT 4:10 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THE SAID "ACE DISTRIBUTION GROUP, INC." FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "AXIOM AUTOMOTIVE TECHNOLOGIES, INC.", ON THE TWELFTH DAY OF JANUARY, A.D. 2005, AT 3:52 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "AXIOM AUTOMOTIVE TECHNOLOGIES, INC.", IS THE LAST KNOWN TITLE OF RECORD OF THE AFORESAID CORPORATION.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

2774996 8321

AUTHENTICATION: 3971602

050522534

DATE: 06-22-05