



F99000005511

FILED  
2002 JUL 23 PM 3:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 663526 4344659

AUTHORIZATION :

*Patricia Pigato*

COST LIMIT : \$ 43.75

ORDER DATE : July 15, 2002

ORDER TIME : 2:54 PM

ORDER NO. : 663526-010

CUSTOMER NO: 4344659

300006563033--4

CUSTOMER: Andrew Dunstan, Legal Asst  
Greenberg Traurig, P.a.  
777 South Flagler Dr.  
Suite 300 East  
West Palm Beach, FL 33401

FOREIGN FILINGS

NAME: PS USA, INC.

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea -- EXT# 1114

EXAMINER: \_\_\_\_\_

*N.C.*  
C. Coulllette JUL 23 2002

RECEIVED  
02 JUL 22 PM 3:54  
TALLAHASSEE, FLORIDA

**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)**

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Document Number of Corporation (If known)

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1. PS USA, INC.  
(Name of corporation as it appears on the records of the Department of State)
2. Pennsylvania  
(Incorporated under laws of)
3. October 26, 1999  
(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? June 30, 2002


5. PS AMERICA, 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.

No change  
(New duration)

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

No change  
(New jurisdiction)

  
(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

William Nesbitt  
(Typed or printed name)

7/1/02  
(Date)

Vice President  
(Title)

C O M M O N W E A L T H   O F   P E N N S Y L V A N I A

D E P A R T M E N T   O F   S T A T E

JULY 18, 2002

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

I DO HEREBY CERTIFY, That from an examination of the indices and records of this department, it appears that on June 28, 2002, Effective June 30, 2002 at 12:01 a.m., Articles of Merger were filed pursuant to the laws of the Commonwealth of Pennsylvania, whereby, PS AMERICA, INC., a Pennsylvania corporation, incorporated January 8, 1992 merged into and with PS USA, INC., a Pennsylvania corporation, incorporated March 19, 1998 which was the surviving corporation to the merger.

I DO FURTHER CERTIFY, That PS USA, INC. changed its corporate name by virtue of Articles of Merger on June 28, 2002 to PS AMERICA, INC.



IN TESTIMONY WHEREOF, I have hereunto set my hand and caused the Seal of the Secretary's Office to be affixed, the day and year above written.

*C. Michael Stewart*

Secretary of the Commonwealth

JSOW