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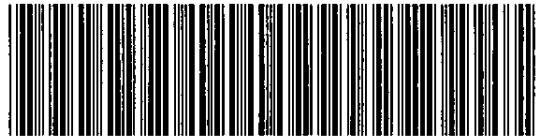
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ROBERT W. HENDRICKSON, III, P.A.

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October 7, 2008

Florida Department of State
Division of Corporations
Corporate Filings
PO Box 6327
Tallahassee, FL 32314

Re: GPS in Motion, Inc.

Dear Sir or Madam:

Enclosed please find the original Articles of Amendment to Articles of Incorporation for the above-referenced corporation, together with my firm check in the amount of \$35.00 to cover the cost of filing the Articles of Amendment.

Should you have any questions regarding the enclosed, please do not hesitate to contact me at your earliest convenience.

Very truly yours,



Robert W. Hendrickson, III

RWH/kes
Enclosures

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GPS IN MOTION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006, Florida Statutes (2007), GPS in Motion, Inc. adopts the following Articles of Amendment to its Articles of Incorporation:

1. The present name of the Corporation is GPS in Motion, Inc., a Florida corporation (the "Corporation").
2. The Corporation hereby amends its Articles of Incorporation to change its name to GIM Technologies, Inc..
3. This Amendment does not provide for an exchange, reclassification, or cancellation of issued Shares.
4. The foregoing Amendment was adopted by the Shareholders of the Corporation on October 1, 2008.
5. The foregoing Amendment was approved by the Shareholders of the Corporation. The number of votes cast for the amendment by the Shareholders was sufficient for approval.

WHEREFORE, the undersigned has executed these Articles of Amendment on behalf of the Corporation this 1st day of October, 2008.

GPS IN MOTION, INC.

By: _____

Daniel DiGiacobbe - President

STATE OF FLORIDA
COUNTY OF MANATEE

The foregoing instrument was acknowledged before me this 1st day of October, 2008, by Daniel DiGiacobbe, the President of GPS in Motion, Inc., on behalf of the corporation. He is personally known to me or has produced FL. DRIVER'S LICENSE as identification and ~~did~~ did not take an oath.

Notary Public

