

P06000137395

(Requestor's Name)

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(City/State/Zip/Phone #)

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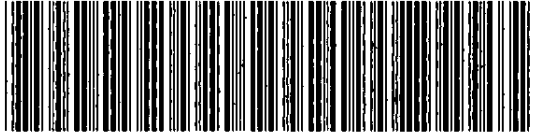
(Business Entity Name)

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2008 JUN 20 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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6/23/08



Harter Secret & Emery LLP

ATTORNEYS AND COUNSELORS

WWW.HSELAW.COM

June 18, 2008

VIA FEDERAL EXPRESS

CLIENT/MATTER NUMBER
86397.000001

Department of State
Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301

**Re: Reserve Power Systems, Inc., a Florida corporation
Articles of Amendment
Document Number P06000137395**

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Amendment to the Articles of Incorporation for the above-captioned Florida corporation. Also enclosed is this firm's check in the amount of \$52.50 representing payment of the following fees:

- File Articles of Amendment (in duplicate) - \$35.00
- Certified Copy Fee - \$ 8.75
- Certificate of Status - \$ 8.75

Upon approval and filing of these articles, please furnish the certified copy and certificate of status to our office using the enclosed, self-addressed stamped envelope.

If anything further is required, please call our office. Thank you for your assistance in this matter.

Very truly yours,

Harter Secret & Emery LLP

John S. Sarrett

DIRECT DIAL: (239) 598-5810
E-MAIL: JSARRETT@HSELAW.COM

JSS/pac
Enclosures

cc: Jeffrey H. Bowen, Esq.

FILED

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
RESERVE POWER SYSTEMS, INC.**

2008 JUN 20 PM 3: 30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(Under the Florida Business Corporation Act, Section 607.1006, Florida Statutes)

The undersigned, being the President and Secretary of **RESERVE POWER SYSTEMS, INC.**, files this amendment under Section 607.1006 of the Florida Business Corporation Act, and certifies as follows:

1. The name of the Corporation is **RESERVE POWER SYSTEMS, INC.**
2. The manner in which this Amendment to the Articles of Incorporation was authorized, was by Resolution of the Board of Directors of the Corporation, effective June 12, 2008, followed by the Unanimous Written Consent of the holders of all of the issued and outstanding shares of the Corporation, effective June 12, 2008.
3. The Articles of Incorporation of **RESERVE POWER SYSTEMS, INC.** are hereby amended as authorized by Section 607.1006 of the Florida Business Corporation Act, to change the name of the Corporation, to change the principal office and mailing address of the Corporation, and to change the registered agent and office of the Corporation. In order to accomplish the foregoing changes, the Articles of Incorporation are hereby amended as follows:

ARTICLE I
Name

The name of the Corporation is **RPS POWER SYSTEMS, INC.**

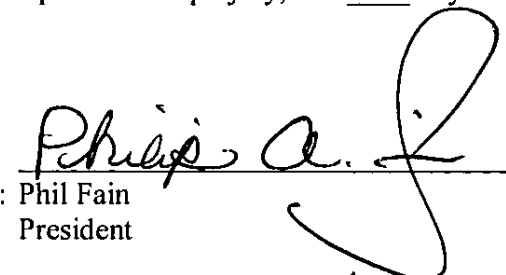
ARTICLE II
Principal Office and Mailing Address

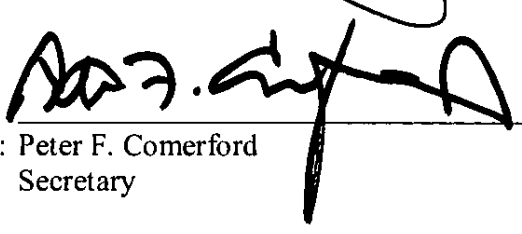
The principal office and mailing address of the Corporation is 2000 Technology Parkway, Newark, New York 14513.

ARTICLE IV
Registered Agent and Office

The street address of the Corporation's registered office is 5551 Ridgewood Drive, Suite 405, Naples, Florida 34108 and the name of the Corporation's registered agent at that address is Harter Secrest & Emery LLP, c/o John S. Sarrett.

IN WITNESS WHEREOF, we have signed this Articles of Amendment and affirm the statements contained herein are true, under penalties of perjury, this 13th day of June, 2008.

By: 
Name: Phil Fain
Title: President

By: 
Name: Peter F. Comerford
Title: Secretary

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for **RPS POWER SYSTEMS, INC.**, at the place designated as the registered office, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the duties and obligations of my position as registered agent.

Dated this 15th day of June, 2008.

REGISTERED AGENT:

HARTER SECREST & EMERY LLP

By: 

Name: John S. Sarrett

Title: Authorized Agent