

p20792

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MEMBER OF FLORIDA
AND D.C. BARS

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 22 AM 9:00
FED. ID. # 59-3436548

May 24, 2000

Florida Department of State
Amendment Division
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

200003263352--3
-05/26/00--01115--014
*****87.50 *****43.75

Re: REM SYSTEMS, INC.

Dear Ladies:

Enclosed please find two duplicate original executed Articles of Amendment to Articles of Incorporation of REM SYSTEMS, INC., whereby REM SYSTEMS, INC., changes its name to AB SYSTEMS, INC.. Also included is Application by Foreign for Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida for REM OFFICE SYSTEMS, INC., a Pennsylvania Corporation, whereby REM OFFICE SYSTEMS, INC., changes its corporate name to REM SYSTEMS, INC.. These need to be file simulatenously with the Articles of Amendment to Articles of Incorporation being filed first and then the Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida filed immediately thereafter.

I have enclosed my Trust Account check in the amount of \$87.50 to cover filing fees for each document @ \$35.00 and \$17.50 to cover certified copy of each document @ \$8.75. Once the documents have been recorded, please return the copies to me using the enclosed self-addressed stamped envelope. If you have any questions, please do not hesitate to call the office.

Yours very truly,



Lawrence H. Katz

LHrb

agreements\rem\letter.state



V. SHEPARD JUN 26 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 7, 2000

Lawrence H. Katz, Esquire
341 North Maitland Avenue
Maitland, FL 32751

SUBJECT: REM OFFICE SYSTEMS, INC.
Ref. Number: P20792

We have received your document for REM OFFICE SYSTEMS, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

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) 487-6910.

Louise Flemming-Jackson
Corporate Specialist Supervisor

Letter Number: 100A00032248

Rec'd 6/22

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.)

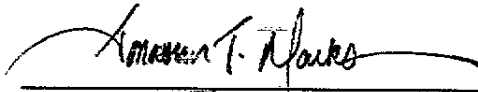
SECTION I
(1-3 MUST BE COMPLETED)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 22 AM 9:00

1. REM OFFICE SYSTEMS, INC.
Name of corporation as it appears on the records of the Department of State.
2. Pennsylvania 3. 9/7/88
Incorporated under laws of 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? 1/25/93
5. REM SYSTEMS, 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.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction


Signature

5/23/2000
Date

Jonathan Marks
Typed or printed name

Senior Vice President
Title

COMMONWEALTH OF PENNSYLVANIA

DEPARTMENT OF STATE

JUNE 13, 2000

TO ALL WHOM THESE PRESENTS SHALL COME, GREETING:

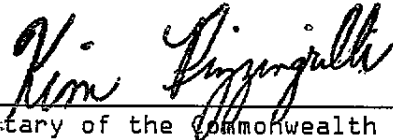
REM SYSTEMS, INC.

I, Kim Pizzingrilli, Secretary of the Commonwealth of
Pennsylvania do hereby certify that the foregoing and annexed is a true
and correct photocopy of Articles of Amendment

which appear of record in this department



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.


Secretary of the Commonwealth
JSOW

Microfilm Number _____

Filed with the Department of State on JAN 25 1993

Entity Number 633033

[Signature]

Secretary of the Commonwealth

ARTICLES OF AMENDMENT-DOMESTIC BUSINESS CORPORATION

DSCB:15-1915 (Rev 90)

In compliance with the requirements of 15 Pa.C.S. § 1915 (relating to articles of amendment), the undersigned business corporation, desiring to amend its Articles, hereby states that:

1. The name of the corporation is: REM OFFICE SYSTEMS, INC.

2. The (a) address of this corporation's current registered office in this Commonwealth or (b) name of its commercial registered office provider and the county of venue is (the Department is hereby authorized to correct the following information to conform to the records of the Department):

(a) <u>25 Industrial Boulevard,</u>	<u>Paoli</u>	<u>PA</u>	<u>19301</u>	<u>Chester</u>
Number and Street	City	State	Zip	County

(b) c/o: _____
Name of Commercial Registered Office Provider _____ County _____

For a corporation represented by a commercial registered office provider, the county in (b) shall be deemed the county in which the corporation is located for venue and official publication purposes.

3. The statute by or under which it was incorporated is: Business Corp. Law of PA, Act of May 5, 1933 (P.L.364)

4. The date of its incorporation is: May 26, 1976

5. (Check, and if appropriate complete, one of the following):

☒ The amendment shall be effective upon filing these Articles of Amendment in the Department of State.

☐ The amendment shall be effective on: _____ at _____
Date Hour

6. (Check one of the following):

☐ The amendment was adopted by the shareholders (or members) pursuant to 15 Pa.C.S. § 1914(a) and (b).

☒ The amendment was adopted by the board of directors pursuant to 15 Pa.C.S. § 1914(c).

7. (Check, and if appropriate complete, one of the following):

☐ The amendment adopted by the corporation, set forth in full, is as follows:

The name of the Corporation is changed to REM Systems, Inc.

☐ The amendment adopted by the corporation as set forth in full in Exhibit A attached hereto and made a part hereof.

DSCB:15-1915 (Rev 90)-2

8. (Check if the amendment restates the Articles):

☐ The restated Articles of Incorporation supersede the original Articles and all amendments thereto.

IN TESTIMONY WHEREOF, the undersigned corporation has caused these Articles of Amendment to be signed by a duly authorized officer thereof this 18th day of January, 1993

REM OFFICE SYSTEMS, INC.

(Name of Corporation)

BY:

Gail Miller

(Signature)

TITLE:

Executive Vice President