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Revised Adoption
Date 10.1.2004
(19)

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(19) 10.19.04



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10/11/04--01011--018 **43.75

FILED
04 OCT 11 PM 4: 58
TALLAHASSEE, FLORIDA

COVER LETTER

FILED
04 OCT 11 PM 4:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: PBE GRAPHICS WAREHOUSE, INC.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOHN E. DROST, JR., ESQUIRE
(Name of Contact Person)

FRANK P. FITZGERALD, P.C.
(Firm/ Company)

1391 MAIN STREET, SUITE 600
(Address)

SPRINGFIELD, MASSACHUSETTS 01103
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

JOHN E. DROST, JR. at (413) 732-2825
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 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

Articles of Amendment
to
Articles of Incorporation
of

PBE GRAPHICS WAREHOUSE, INC.

(Name of corporation as currently filed with the Florida Dept. of State)

FILED
OCT 11 PM 4:58
TALLAHASSEE, FLORIDA

(Document number of corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.")
(A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

CHANGE OF OFFICERS AND DIRECTORS:

FROM: JOHN D. STEVENS, PRESIDENT

CHRISTOPHER THOMPSON, VICE PRESIDENT

CHRISTOPHER MCINERNEY, SECRETARY

CHRISTINE MEYERS, TREASURER

TO: SEE EXHIBIT "A" ATTACHED HERETO AND MADE A PART HEREOF

(Attach additional pages if necessary)

If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A)

(continued)

The date of each amendment(s) adoption: OCTOBER 1, 2004

Effective date if applicable: OCTOBER 1, 2004
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.

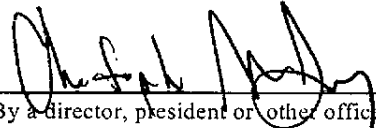
The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 1st day of OCTOBER, 2004

Signature 
(By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

CHRISTOPHER MCINERNEY
(Typed or printed name of person signing)

PRESIDENT
(Title of person signing)

FILING FEE: \$35

PBE GRAPHICS WAREHOUSE, INC.
(FLORIDA)

NAME	TITLE	ADDRESS
CHRISTOPHER MCINERNEY	PRESIDENT	POST OFFICE BOX 115 DEERFIELD, MA 01342-0115
TIMOTHY DURKIN	VICE PRESIDENT AND TREASURER	1 LIBERTY LANE HAMPTON, NH 03842
PHILLIP TIERNEY	SECRETARY	1 LIBERTY LANE HAMPTON, NH 03842
CHRISTOPHER MCINERNEY	DIRECTOR	POST OFFICE BOX 115 DEERFIELD, MA 01342-0115
TIMOTHY DURKIN	DIRECTOR	1 LIBERTY LANE HAMPTON, NH 03842

EXHIBIT
"A"

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