

P95000046941

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ROBERT MCK. FOSTER
OF COUNSEL

ROBERT M. FOSTER (1893-1958)

March 5, 1998

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: Action Surplus, Inc.

000002451200--6
-03/09/98--01136--006
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find the original and one copy of Actions Surplus's Articles of Amendment. I have also enclosed our firm check in the amount of \$35.00 to cover the filing fee.

Please return a filed copy to our office in the envelope provided.

Should you have any questions, please call.

Sincerely,

Lisa Bogatin

Lisa Bogatin
Secretary to Lance C. Fuchs, Esq.

FILED
98 APR 27 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

/lab

Enclosure

Handwritten initials/signature

FOSTER, FOSTER & HEFFLING

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ROBERT M. FOSTER (1893-1958)

April 23, 1998

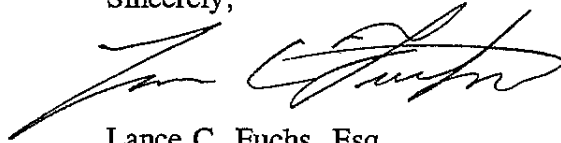
Division of Corporations
ATTN: KAREN GIBSON
P.O. Box 6327
Tallahassee, FL 32314

Re: Action Surplus, Inc.

Dear Karen:

Many thanks for your assistance over the past several weeks. Enclosed is Action Surplus, Inc. Articles of Amendment changing their name to RH Associates International, Inc. Should you have any questions, or concerns, please call.

Sincerely,



Lance C. Fuchs, Esq.

Enclosures



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 12, 1998

LANCE C. FUCHS, ESQ.
FOSTER, FOSTER & HEFFLING, P.A.
501 SOUTH FLAGLER DR., SUITE 305
W. PALM BEACH, FL 33401

SUBJECT: ACTION SURPLUS, INC.
Ref. Number: P95000040941

We have received your document for ACTION SURPLUS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6880.

Karen Gibson
Corporate Specialist

Letter Number: 198A00013533

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

ACTION SURPLUS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I of the Articles of Incorporation of ACTION SURPLUS, INC. is amended to read as follows; The name of the corporation shall be RH Associates International, Inc.

FILED
98 APR 27 AM 10:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: December 29, 1997

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 29th day of December, 19 97

Signature Linda Coleman-Hussey
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Linda Coleman-Hussey

Typed or printed name

President/Director

Title