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CHARLES S. DAYHOFF III
ATTORNEY AND COUNSELOR AT LAW

CORNERSTONE CENTRE
3830 TAMPA ROAD, SUITE 150
PALM HARBOR, FLORIDA 34684

TELEPHONE (813) 785 - 6721
TELECOPIER (813) 785 - 0798

August 27, 1997

Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

100002282331
-03/02/97--01084--017
*****35.00 *****35.00

FILED
97 SEP -2 AM 10:15
TALLAHASSEE, FLORIDA

Re: Group Industries, Inc.

Dear Sir/Madam:

Please find enclosed an original and one copy of Articles of Amendment, together with a check in the sum of \$35.00.

Please file the Articles of Amendment and have a stamped copy returned to me in the enclosed self-addressed, stamped envelope provided.

Thanking you in advance for your cooperation, I am

Sincerely yours,


CHARLES S. DAYHOFF III

CSD:bw
Enclosures
cc: Michael J. Faraguna
96-1393-DC1

N/C

VB Si...

GROUP INDUSTRIES, INC.

ARTICLES OF AMENDMENT

1. The following provisions of the Articles of Incorporation of GROUP INDUSTRIES, INC., a Florida corporation, filed in Tallahassee on October 4, 1996, be and they hereby are amended in the following particulars:

Article 1 be and it hereby is amended to read as follows:

"1. **Name.** The name of this corporation is GROUP DIRECT MARKETING SERVICES, INC."

2. The foregoing amendment was adopted unanimously by all of the Stockholders and Directors of the corporation on the 25 day of August, 1997.

3. The number of votes cast for the Amendment by the shareholders was sufficient for approval.

GROUP DIRECT MARKETING SERVICES,
INC., a Florida corporation, f/k/a
GROUP INDUSTRIES, INC.

A VALID FL DRIVERS By: Michael J. Faraguna
LICENSE WAS USED AS ID. Michael J. Faraguna, President

A VALID FL DRIVERS By: Susan C. Faraguna
LICENSE WAS USED AS ID. Susan C. Faraguna, Secretary


STATE OF FLORIDA)

COUNTY OF HILLSBOROUGH

The foregoing was acknowledged before me this 25th day of

FILED
97 SEP -2 AM 10:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August, 1997 by MICHAEL J. FARAGUNA as President and SUSAN C. FARAGUNA as Secretary of GROUP DIRECT MARKETING SERVICES, INC., a Florida corporation, f/k/a GROUP INDUSTRIES, INC., on behalf of the corporation, who are personally known to me or who have produced Florida drivers' licenses as identification and who did take an oath.



NOTARY PUBLIC - STATE OF FLORIDA
Print Name: ROLAND RIO

My Commission Expires: 11-30-97

96-1393-AA

