Florida Department of State

Division of Corporations Public Access System Sandra B. Mortham, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H98000022288 8)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : {850}922-4000

From:

Account Name : ATLAS, PEARLMAN, TROP & BORKSON, P.A.

Account Number : 076247002423 Phone : (954)763-1200

Fax Number : (954)766-7800

BASIC AMENDMENT

CONSOLIDATED MERCHANDISING SERVICES, INC.

| Certificate of Status | 0 |
|-----------------------|---------|
| Certified Copy | 1 |
| Page Count | 01 |
| Estimated Charge | \$43.75 |

Electronic Filing Meau:

Monday, November 30, 1998

3:55 PM

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF CONSOLIDATED MERCHANDISING SERVICES, INC.

Pursuant to Section 607.1006 of the Business Corporation Act of the State of Florida, the undersigned President of CONSOLIDATED MERCHANDISING SERVICES, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida, bearing document number P96000100078, does hereby certify:

First, that pursuant to the Unanimous Written Consent of the Board of Directors and Sole Shareholder of said Corporation dated October 28, 1998, the Sole Shareholder and Director approved the Amendment to the Corporation's Articles of Incorporation as follows:

Article I of the Articles of Incorporation of this Corporation is amended to read in its entirety as follows:

ARTICLE I NAME

The name of this Corporation shall be: USA SERVICE SYSTEMS, TNC

The foregoing amendment was adopted by the Board of Directors of the Corporation pursuant to Unanimous Written Consent of the Board of Directors, and by the Sole Shareholder of the Corporation dated October 28, 1998, acting unanimously by Written Consent pursuant to Section 607.0704 of the Florida Business Corporation Act. Therefore, the number of votes cast for the amendment to the Corporation's Articles of Incorporation was sufficient for approval.

IN WITNESS WHEREOF, the undersigned, being the President of this Corporation, has executed these Articles of Amendment as of October 25, 1998.

CONSOLIDATED MERCHANDISING SERVICES,

INC. now known as

USA SERVICE SYSTEMS, INC

George Pursglove President

JOEL D. MAYERSOHN, ESQ., FLA BAR #0093492 Atlas, Pearlman, Trop & Borkson, P.A. 200 E. Las Olas Blvd., #1900 Ft. Lauderdale, FL 33301 Phone: (954) 763-1200

98/4757.100/125483.1