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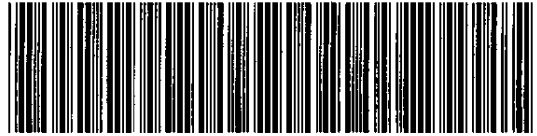
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**BAKER  
DONELSON**  
BEARMAN, CALDWELL  
& BERKOWITZ, PC

MONARCH PLAZA  
SUITE 1600  
3414 PEACHTREE ROAD N.E.  
ATLANTA, GEORGIA 30326  
PHONE: 404.577.6000  
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VALERIE P. WOODRICK  
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E-Mail Address: [vwoodrick@bakerdonelson.com](mailto:vwoodrick@bakerdonelson.com)

March 4, 2009

**Via Federal Express**

Department of State – Division of Corporations  
Amendment Section  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

RE: AXSA Document Solutions, Inc. (the "Company")

Dear Sir or Madam:

Enclosed please find for filing in your office with respect to the above-referenced corporation Second Articles of Amendment to the Amended and Restated Articles of Incorporation of the Company, along with one copy and a check for \$35 to cover the filing fee.

Please return file stamped copies of this document to me at the address listed above.

Please contact me if you have questions or need additional information. Thank you for your cooperation in this matter.

Sincerely,

BAKER, DONELSON, BEARMAN,  
CALDWELL & BERKOWITZ, PC

*Valerie Woodrick*

Valerie P. Woodrick

Enclosures

**SECOND ARTICLES OF AMENDMENT  
TO THE AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
AXSA DOCUMENT SOLUTIONS, INC.**

AXSA Document Solutions, Inc., a Florida corporation (the "Corporation"), acting pursuant to Section 607.1006 of the Florida Business Corporation Act, does hereby submit the following Second Articles of Amendment in order to clarify certain rights and preferences of its Series A Convertible Preferred Stock.

**I.**

The name of the Corporation is AXSA Document Solutions, Inc.

**II.**

Section 5(a) of the supplement to Article II of the Corporation's Amended and Restated Articles of Incorporation is hereby deleted in its entirety and a new Section 5(a) is inserted therein as follows:

5. Conversion Rights. The holders of the Series A Convertible Preferred Stock shall have conversion rights as follows:

"(a) Automatic Conversion. Each share of Series A Convertible Preferred Stock shall automatically be converted (the "Conversion") into Eight Hundred Thirty-Three and 33/100s (833.33) shares of Common Stock (the "Conversion Ratio"), effective on (i) the closing date of a reverse merger between the Corporation and a public shell company, or (ii) the date on which a Form S-1 registration statement filed with the Securities and Exchange Commission pursuant to the Securities Act of 1933, as amended, is declared effective."

**III.**

All other provisions of the Amended and Restated Articles of Incorporation shall remain in full force and effect.

**IV.**

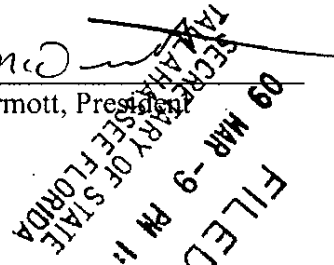
These Second Articles of Amendment were duly approved by the board of directors and were not required to be submitted to the shareholders, pursuant to Section 607.1002 of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed as of March 4, 2009.

AXSA DOCUMENT SOLUTIONS, INC.

By: \_\_\_\_\_

Robert McDermott, President



**BAKER  
DONELSON**  
BEARMAN, CALDWELL  
& BERKOWITZ, PC

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Direct Dial: 404.589.3418  
Direct Fax: 404.238.9613  
E-Mail Address: [vwoodrick@bakerdonelson.com](mailto:vwoodrick@bakerdonelson.com)

March 3, 2009

**Via Federal Express**

Robert McDermott  
AXSA Document Solutions, Inc.  
8010 Sunport Drive  
Orlando, Florida 32809

RE: Documents for AXSA Document Solutions, Inc. (the "Company")

Dear Robert:

I have enclosed Second Articles of Amendment to the Amended and Restated Articles of Incorporation of the Company, along with a cover letter to the Florida Department of State and a check for \$35 to cover the filing fee. Please sign the Second Articles of Amendment and send the original, one copy, the cover letter and the check to the Department of State for filing using the enclosed Federal Express envelope.

Please contact me if you have any questions. Thank you for your cooperation in this matter.

Sincerely,

BAKER, DONELSON, BEARMAN,  
CALDWELL & BERKOWITZ, PC

*Valerie Woodrick*

Valerie P. Woodrick

Enclosures