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William Rambaum & Associates, PA
Attorneys at Law

William Rambaum

Bruce Jonas

December 1, 1998

Florida Department of State
Division of Corporations
5050 W. Tennessee Street
Tallahassee, Florida 32399

FILED
98 DEC 15 PM 2:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
800002712708-4
-12/15/98-01101-005
*****35.00 *****35.00

RE: PDQ Courier Service, Inc. to Gemini Systems, Inc.

Dear Sir or Madam:


Enclosed please find the following documents to be filed with your office in connection with the above captioned business closing:

- Articles of Amendment to Articles of Incorporation of PDQ Courier Service, Inc.;
- Articles of Amendment to Articles of Incorporation of Gemini Systems, Inc.

Please file these documents in the order in which they appear above. Also enclosed are two checks each in the amount of \$35.00 which represent the costs of same.

Thank you for your attention to this matter. If you have any questions, do not hesitate to contact my office.

Sincerely,


William Rambaum

WR/mah

AK
CRB
12/29



**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GEMINI SYSTEMS, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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: Article I is hereby amended to change the name of the corporation to:

PDQ COURIER SERVICE, INC.

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

N/A

THIRD: The date of each amendment's adoption: December 1, 1998

FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this Nov. 30 day of, 1998.



Mitchell A. Solomon
President, Director, and Shareholder