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October 8, 1999

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

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-10/11/99--01074--023
*****43.75 *****43.75

Attention: Amendment Section

Re: Articles of Amendment to Articles of Incorporation of
Group Direct Fulfillment, Inc., a Florida corporation

Dear Sir or Madam:

Attached please find Articles of Amendment for the above mentioned corporation and a check for \$43.75 which represents \$35.00 for the filing fee and \$8.75 for a certificate of status.

After filing please return the certificate of status to the undersigned's attention via the enclosed self-addressed stamped envelope.

Should you have any questions, please do not hesitate to contact the undersigned. Thank you.

Sincerely yours,

Diane Israel

Diane Israel
Legal Assistant

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Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 OCT 11 AM 11:55

Name Change
LFT 10-19-99

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GROUP DIRECT FULFILLMENT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 OCT 11 AM 11:55

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

FIRST: Amendment adopted:

1. Article I is amended in its entirety as follows:

ARTICLE I

The name of the corporation is **FULFILLMENT DIRECT, INC.** (the "Corporation").

SECOND: The date of the amendment is October 1, 1999.

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

Signed this 1st day of October, 1999.

By: 

JAMES E. BRADY, President