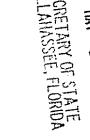
103 N. MERIDÎAN STREET, LOWER LEVEL TALLAHASSEE, FL 32301 2000085510 222-1173 ACCT, #FCA-14 **CONTACT:** CINDY HICKS DATE: **REF. #:** CORP. NAME: () ARTICLES OF INCORPORATION () ARTICLES OF DISSOLUTION () ANNUAL REPORT) TRADEMARK/SERVICE MARK () FICTITIOUS NAME) FOREIGN QUALIFICATION () LIMITED PARTNERSHIP () LIMITED LIABILITY () REINSTATEMENT () WITHDRAWAI () MERGER () CERTIFICATE OF CANCELLATION () UCC-1 () UCC-3 () OTHER: STATE FEES PREPAID WITH CHECK# AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED: COST LIMIT: \$ PLEASE RETURN: **CERTIFIED COPY** () CERTIFICATE OF GOOD STANDING () PLAIN STAMPED COPY) CERTIFICATE OF STATUS G. COULLIETTE MAY 8 2000

Examiner's Initials



ARTICLES OF AMENDMENT OF THE ARTICLES OF INCORPORATION OF GSL SOLUTIONS, INC.

GSL SOLUTIONS, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation in accordance with the requirements of Chapter 607, Florida Statutes, does hereby certify as follows:

- 1. The Articles of Incorporation of the Corporation were filed by the Secretary of State of the State of Florida on October 2, 1998 and amended on October 21, 1999.
- 2. As amended below, Article V of the Articles of Incorporation changes the current capital structure of the Corporation by replacing the existing single class of common stock with 1,000,000 shares of Voting Common Stock, par value \$1.00 per share and 1,000,000 shares of Nonvoting Common Stock, par value \$1.00 per share.
- 3. Pursuant to Section 607.1003(6), Florida Statutes, this amendment to the Articles of Incorporation was approved by the unanimous written consent of the shareholders of the Corporation as of $\underline{\mathcal{M}_{arch}}$ 7, 2000, and approved by the unanimous written consent of the board of directors as of $\underline{\mathcal{M}_{arch}}$ 7, 2000.
- 4. These Articles of Amendment of the Articles of Incorporation shall be effective immediately upon filing by the Secretary of State of the State of Florida, and thereafter, Article V of the Articles of Incorporation of the Corporation shall read as follows:

Article V - Capital Stock

- a. <u>Authorized Capitalization</u>. The total number of shares of capital stock authorized to be issued by this Corporation shall be:
 - 1,000,000 shares of Voting Common Stock (the "Voting Common Stock"), with a par value of \$1.00 per share; and
 - 1,000,000 shares of Nonvoting Common Stock (the "Non-voting Common Stock"), with a par value of \$1.00 per share.
- b. <u>Payment for Stock</u>. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.
- c. <u>Voting</u>. The entire voting power of this Corporation shall be vested in the Voting Common Stock, each share of which shall entitle the holder thereof to one vote at each meeting of the stockholders of this Corporation. Except as otherwise provided by law, holders of the Nonvoting Common Stock shall not be entitled to any voting rights by virtue of such ownership. There shall be no cumulative voting in the election of directors.
- d. <u>Dividends</u>. Any dividends are to be shared among the holders of shares of outstanding Voting Common Stock and Nonvoting Common Stock on a share for share basis.
- e. <u>Preferences in the Event of Liquidation</u>. Upon the liquidation, dissolution or winding up of the business of this Corporation, whether voluntary or involuntary, the balance of any cash or assets remaining shall be distributed pro rata among the holders of the outstanding Voting Common Stock and the holders of the outstanding Nonvoting Common Stock on a share for share basis. A merger or other similar reorganization of this Corporation with or into any other corporation or corporations shall not be deemed to be a liquidation, dissolution or winding up of business for purposes of this Article V.e.

2

| i | N WITNES | SS WHEREO | F, GSL SOL | _UTIONS, | INC. has caused the | hese Article | s of |
|-------|-------------|------------------|---------------------------------------|------------|------------------------------------|--------------------------|------|
| Amend | ment of the | e Articles of In | corporation t | to be exec | cuted by its Presiden | it, this <u>7</u> | day |
| of _ | larch | , 2000. | · · · · · · · · · · · · · · · · · · · | : . | the production of | | - , |
| | | | | GSL | SOLUTIONS, INC. | | |
| | | | | By: Mi | Muchael A. A. Chael A. Gaines, Pre | <i>Javius</i> esident | _ |