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## BASIC AMENDMENT

## XMAS EVE SPECIAL CORPORATION

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FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 4, 1999

XMAS EVE SPECIAL CORPORATION  
4701 W. HILLSBOROUGH AVE.  
TAMPA, FL 33614

SUBJECT: XMAS EVE SPECIAL CORPORATION  
REF: P98000106775

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Karen Gibson  
Corporate Specialist

FAX Aud. #: H98000024460  
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Page 1 of 1

AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
XMAS EVE SPECIAL CORPORATION

WHEREAS, the Articles of Incorporation of XMAS EVE SPECIAL CORPORATION were filed with and approved by the Secretary of State of Florida on the 24th day of December, 1998; and

WHEREAS, it is the intention of all of the directors of XMAS EVE SPECIAL CORPORATION that the Articles of Incorporation be amended in accordance with the Amendment to the Articles of Incorporation hereinafter set forth; and

WHEREAS, the proposed Amendment to the Articles of Incorporation of XMAS EVE SPECIAL CORPORATION hereinafter set forth was approved by all of the directors of XMAS EVE SPECIAL CORPORATION on the 29th day of December, 1998; and

WHEREAS, the proposed amendment was not approved by shareholder action and such shareholder action is not required, pursuant to Section 607.1005, Florida Statutes, since the corporation has not yet issued shares; and

WHEREAS, the approval of the Secretary of State of Florida of the proposed Amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, the Articles of Incorporation of XMAS EVE SPECIAL CORPORATION are hereby amended by deleting in its entirety the present Article I and by substituting therefor the following, to-wit:

"ARTICLE I"  
Name

The name of this corporation shall be:

Retail Process Management, Inc.

The principal office and mailing address of the corporation shall be 4701 W. Hillsborough Avenue, Tampa, Florida 33614."

IN WITNESS WHEREOF, this Amendment to the Articles of Incorporation is hereby executed on behalf of XMAS EVE SPECIAL CORPORATION this 29th day of December, 1998.

XMAS EVE SPECIAL CORPORATION

By: 

Chairman of the Board of Directors

Jack E. Bush

Fax Audit Number: H98000024460 1

Prepared by:  
Jeffrey C. Shannon, Esq.  
P.O. Box 1438  
Tampa, Florida 33601  
(813) 228-7411  
Florida Bar #: 477354

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