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BARON L. BARTLETT of Counsel May 22, 2002

Division of Corporations ATTN: THELMA LEWIS P.O. Box 6327 Tallahassee, Florida 32314 500005610575--7 -05/24/02--01059--003 *****43.50 *****43.50

Re: Articles of Amendment-Advanced Merchant Services, Inc.

Ladies and Gentlemen:

On May 21, 2002, under separate cover, the original Articles of Amendment to Articles of Incorporation ogf Advance Merchant Services of Florida, Inc. were mailed to your office. Enclosed in this correspondence please find our firm's check in the amount of \$42.75 which was erroneously left out of yesterday's mailing, along with the original letter and Articles of Dissolution of Advanced Merchant Services, Inc. and our check in the amount of \$43.50 for this fee. Thank you for your attention to this matter.

Sincerely,

Teri Pillow, Assistant

Ann K. Smith

/tp Enclosures FILED

W 24 PH 4: 24

TARY OF STATE

HASSEE, FLORIDA

1. Leurs 5/24/02

April 4, 2002

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

Re: Articles of Dissolution

Advanced Merchant Services, Inc.

To Whom It May Concern:

Please be advised that Advanced Merchant Services, Inc. has been dissolved and the Articles Of Dissolution accompany this letter. This is to authorize the release of the name Advanced Merchant Services, Inc. to Advanced Merchant Services of Florida, Inc. and/or Jason Felts.

Therefore, we enclose a duplicate Articles Of Dissolution, together with our check for your fee for filing and furnishing an acknowledgement copy to us.

Please advise us, in writing, of the filing of this instrument and return an acknowledgement copy to the undersigned.

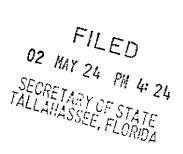
Respectfully submitted,

Joseph Gilliam

Enclosure

cc: Advanced Merchant Services of Florida, Inc.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



ADVANCED MERCHANT SERVICES OF FIGRIDA, INC.	
(present name)	_
P9900004200	
(Document Number of Corporation (If known)	

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

The name of the corporation shall be Advanced Merchant Services, Inc.

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

THIRD:	The date of each amendment's adoption: 11 1 ay 1, 200 2.
	Adoption of Amendment(s) (CHECK ONE)
Y	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
	"The number of votes cast for the amendment(s) was/were sufficient for approval by
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this day of,
Signature_	
	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) Jason Felts, Dres.
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	(Typed or printed name)
	(Title)