

V55770



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 053741 4331425

AUTHORIZATION : Patricia Pujut

COST LIMIT : \$ 35.00

ORDER DATE : December 4, 1998

ORDER TIME : 11:04 AM

ORDER NO. : 053741-005

800002708828--7

CUSTOMER NO: 4331425

CUSTOMER: Mr. Asaf Hahami  
Galland, Kharasch &  
1054 Thirty-first Street, N.w.  
Suite 200  
Washington, DC 20007

RECEIVED  
99 DEC 10 AM 11:29  
DIVISION OF CORPORATION

FOREIGN FILINGS

NAME: AMADEL TRANSPORTATION CO.,  
INC.

FILED  
99 MAR -3 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XX PROFIT  
       NON-PROFIT

XX CORPORATE  
       LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

see 3/31



FEB 19 1999

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 11, 1998

CSC  
ANGIE GLISAR  
TALLAHASSEE, FL

SUBJECT: AMADEL TRANSPORTATION CO., INC.  
Ref. Number: P25774

We have received your document for AMADEL TRANSPORTATION CO., INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6908.

Teresa Brown  
Corporate Specialist

Letter Number: 198A00058506

RECEIVED

99 MAR 12 AM 9:50

DIVISION OF CORPORATIONS

**RESUBMIT**

Please give original  
submission date as file date.



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 11, 1998

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Teresa Brown  
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Letter Number: 198A00058506

# PROFIT CORPORATION

## APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1 504, F.S.)

### SECTION I

(1-3 must be completed)

1. LOGISTICS MANAGEMENT SERVICES, INC.

Name of corporation as it appears on the records of the Department of State.

2. NEW YORK  
Incorporated under the laws of

3. AUGUST 22, 1989  
Date authorized to do business in Florida

FILED  
99 MAR -3 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### SECTION II

(4-7 complete only the applicable changes)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? FEBRUARY 9, 1999

5. MANAGEMENT LOGISTICS SERVICES, INC.  
Name of corporation after the amendment, adding suffix "corporation", "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

NOT APPLICABLE  
New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

NOT APPLICABLE  
New Jurisdiction

  
Signature

ROLF ALTORFER  
Typed or printed name

3/3/99  
Date

PRESIDENT  
Title

State of New York }  
Department of State } ss:

I hereby certify, that the certificate of incorporation of MANAGEMENT LOGISTICS SERVICES, INC. was filed on 01/08/1938, under the name of AMADEL TRANSPORTATION CO., INC., fixing the duration as perpetual, and that a diligent examination has been made of the index of corporation papers filed in this Department for a certificate, order, or record of a dissolution, and upon such examination, no such certificate, order or record has been found, and that so far as indicated by the records of this Department, such corporation is a subsisting corporation.

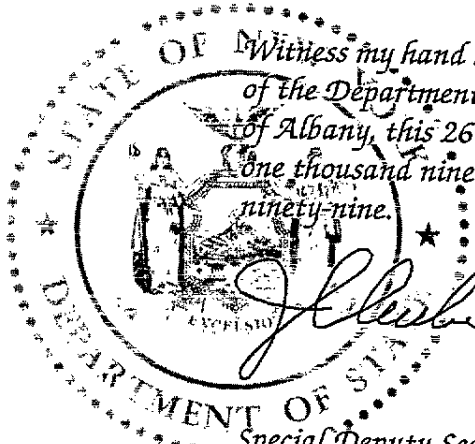
A Certificate of Amendment AMADEL TRANSPORTATION CO., INC., changing name to LOGISTICS MANAGEMENT SERVICES, INC., was filed 10/27/1998.

A Certificate of Amendment LOGISTICS MANAGEMENT SERVICES, INC., changing name to MANAGEMENT LOGISTICS SERVICES, INC., was filed 02/09/1999.

The Biennial Statement is past due.

\*\*\*

Witness my hand and the official seal  
of the Department of State at the City  
of Albany, this 26th day of February  
One thousand nine hundred and  
ninety-nine.



*J. Leub*  
Special Deputy Secretary of State

**LOGISTICS MANAGEMENT SERVICES, INC.**

**UNANIMOUS WRITTEN CONSENT  
OF THE BOARD OF DIRECTORS  
IN LIEU OF A SPECIAL MEETING**

Pursuant to Section 708(b) of the New York Business Corporation Law, the undersigned, being all of the directors of Logistics Management Services, Inc. (the "Corporation"), do hereby consent to and adopt the following resolutions as the actions of the Board of Directors of the Corporation in lieu of a special meeting, said actions to have the same force and effect as if adopted at a special meeting of the Board of Directors duly called, noticed and held, with all directors in attendance and voting throughout such meeting, and do hereby direct that this written consent to such action be filed with the minutes of the proceedings of the Board of Directors of the Corporation:

1. Amendment of the Certificate of Incorporation

**RESOLVED**, that the proper officers of the Corporation are, and each acting alone is, hereby authorized on behalf of the Corporation to execute a Certificate of Amendment of the Certificate of Incorporation of the Corporation to change the name of the Corporation from "Logistics Management Services, Inc." to "Management Logistics Services, Inc."

**RESOLVED FURTHER**, that the proper officers of the Corporation are, and each acting alone is, hereby authorized on behalf of the Corporation to do any and all other acts necessary and appropriate to effectuate the purpose of the foregoing resolution;

**RESOLVED FURTHER**, that each document referenced in these resolutions is in such form and content as the officer of the Corporation executing the same shall approve, his approval to be conclusively evidenced by his execution thereof; and


**RESOLVED FURTHER**, that any officer of the Corporation is hereby designated as a proper officer of the Corporation for the purpose of carrying out the foregoing resolutions.

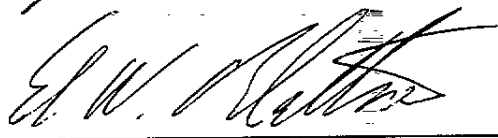
2. Waiver of Notice of Special Meeting

Each director, by signing this Unanimous Written Consent, waives notice of the time, place and purpose of a special meeting of the Board of Directors and agrees to the transaction of the business set forth in this Unanimous Written Consent in lieu of such special meeting.

This Unanimous Written Consent may be executed simultaneously or in counterparts, each of which shall be deemed an original, but all of which together shall constitute one in the same instrument.

IN WITNESS WHEREOF, this Unanimous Written Consent is executed this 11<sup>th</sup> day of January, 1999.

  
\_\_\_\_\_  
Rolf Altorfer, Director

  
\_\_\_\_\_  
Edward W. Blattner, Director