

State of Idaho

Department of State

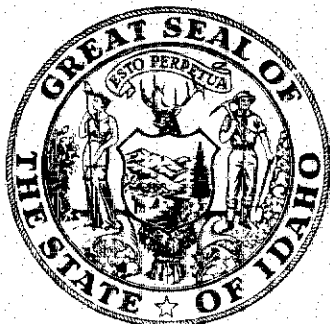
AMENDED CERTIFICATE OF AUTHORITY
OF
MERCHANTS HOME DELIVERY SERVICE, INC.

File Number C 106037

I, PETE T. CENARRUSA, Secretary of the State of the State of Idaho, hereby certify that an Application for Amended Certificate of Authority to do business in this State, duly executed pursuant to the provisions of the Idaho Business Corporation Act, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from **MERCHANTS HOME DELIVERY SERVICE, INC.** to **EXEL DIRECT INC.** and attach hereto a duplicate of the Application for such Amended Certificate.

Dated: April 5, 2000



Pete T. Cenarrusa
SECRETARY OF STATE

By *Valerie L. Roe*



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, **Idaho Code**, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement. Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on April 21 19 94,
authorizing it to transact business in the State of Idaho under the name of Merchants Home Delivery
Service, Inc.
2. Its corporate name has been changed to Exel Direct Inc.
3. The name which it shall use hereafter in the State of Idaho is Exel Direct Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 3/30/00

Exel Direct Inc.

(Corporation Name)

By Brian T. Layfield

Its Brian T. Layfield, Secretary

(specify capacity of signer)

Customer Acct #:

(if using pre-paid account)

Secretary of State use only
IDAND SECRETARY OF STATE

04/05/2000 09:00
CX: 712377 CT: 16958 BH: 306177

1 @ 30.00 = 30.00 AMEND CERT # 3
1 @ 20.00 = 20.00 EXPEDITE C # 4

g:\corpforms\AAC.pms Revised 7/97

C106037

FILED/EFFECTIVE
APR 5 1 47 PM '00

State of California



APR 7 1 03 PM '00

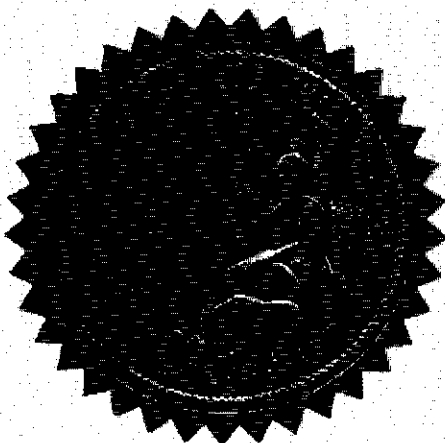
SECRETARY OF STATE

CERTIFICATE OF FILING

I, **BILL JONES**, Secretary of State of the State of California, hereby certify:

That on the **16th day of March, 2000**, there was filed in this office an amendment changing the corporation name from **MERCHANTS HOME DELIVERY SERVICE, INC.**, a California corporation, to **EXEL DIRECT INC.**

IN WITNESS WHEREOF, I execute this certificate and affix the Great Seal of the State of California this day of April 4, 2000.



Bill Jones
BILL JONES
Secretary of State

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