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State of Delaware

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF
DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT
COPY OF THE CERTIFICATE OF AMENDMENT OF "INTRUSION
COUNTERMEASURE ENTERPRISES, INC.", CHANGING ITS NAME FROM
"INTRUSION COUNTERMEASURE ENTERPRISES, INC." TO "RECOURSE
TECHNOLOGIES, INC.", FILED IN THIS OFFICE ON THE TWENTY-SIXTH
DAY OF MAY, A.D. 1999, AT 3 O'CLOCK P.M.



Edward J. Freel, Secretary of State

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AUTHENTICATION: 9844014

DATE:

07-01-99

TRADEMARK REEL: 001937 FRAME: 0905

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION OF INTRUSION COUNTERMEASURE ENTERPRISES. INC.

Intrusion Countermeasure Enterprises, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation"). DOES HEREBY CERTIFY:

FIRST: The name of the corporation is Intrusion Countermeasure Enterprises, Inc.

SECOND: The date on which the Certificate of Incorporation of the Corporation was originally filed with the Secretary of State of the State of Delaware is February 19, 1999.

THIRD: The Board of Directors of the Corporation, acting in accordance with the provisions of Sections 141 and 242 of the General Corporation Law of the State of Delaware. adopted resolutions amending its Certificate of Incorporation as follows;

Article I shall be amended and restated to read in its entirety as follows:

"I.

The name of this comoration is Recourse Technologies, Inc."

FOURTH: Thereafter pursuant to a resolution of the Board of Directors, this Certificate of Amendment was submitted to the stockholders of the Corporation for their approval, and was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, Intrusion Countermeasure Enterprises, Inc. has caused this Certificate of Amendment to be signed by its President and attested to by its Secretary this 14th day of May, 1999.

INTRUSION COUNTERMEASURE ENTERPRISES, INC.

By: Frank HUERTA. President and Secretary

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STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 03:00 PM 05/26/1999 991211095 - 3007088

No. 301690

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ATTORNEYS AT LAW
One Maritime Plaza, 20th Floor
San Francisco, CA 94111-3580

No. 301690

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