

Office of the Secretary of State

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 "PRIVASEEK, INC.", CHANGING ITS NAME FROM "PRIVASEEK, INC." TO "PERSONA, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF JUNE, A.D. 2000, AT 6 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0498666
DATE: 06-15-00

TRADEMARK
REEL: 002130 FRAME: 0789

**CERTIFICATE OF AMENDMENT
TO THE
SECOND AMENDED AND RESTATED CERTIFICATE OF INCORPORATION
OF
PRIVASEEK, INC.**

PrivaSeek, Inc., a corporation organized and existing under the laws of the State of Delaware (the "Corporation"), HEREBY CERTIFIES:

FIRST: The name of the Corporation is PrivaSeek, Inc. The Corporation was originally incorporated on September 24, 1998 pursuant to the General Corporation Law of the State of Delaware; the Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on December 23, 1998; a Certificate of Amendment to the Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on June 17, 1999; the Second Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on December 2, 1999; and a Certificate of Amendment to the Second Amended and Restated Certificate of Incorporation of the Corporation was filed with the Secretary of State of the State of Delaware on December 20, 1999; and

SECOND: That in lieu of a meeting and vote of the directors of the Corporation, by unanimous written consent filed with the Corporation in accordance with the provisions of Section 141(f) of the General Corporation Law of the State of Delaware, the directors of the Corporation adopted resolutions approving and declaring advisable the following amendment to the Corporation's Second Amended and Restated Certificate of Incorporation; and

THIRD: That the following amendment was duly adopted and approved in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware by the required vote of the stockholders of the Corporation pursuant to a Written Consent of the Stockholders of the Corporation in Lieu of Special Meeting, dated May 18, 2000; and

FOURTH: That the following amendment has been duly adopted in accordance with Section 242 of the General Corporation Law of the State of Delaware.


BE IT RESOLVED, that Article I of the Second Amended and Restated Certificate of Incorporation is hereby amended and restated to read in its entirety as follows:

"ARTICLE I

The name of this Corporation is Persona, Inc."

IN WITNESS WHEREOF, the undersigned officer of PrivaSeek, Inc. has hereunto set his hand this 31 day of May, 2000.

PRIVASEEK, INC.

By:  _____
Lawrence I. Lozon
President and Chief Executive Officer