

# RECORDATION FORM COVER SHEET TRADEMARKS ONLY

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

BACKGROUND AMERICA, INC.

- Individual(s)
- General Partnership
- Corporation - Tennessee
- Other \_\_\_\_\_
- Association
- Limited Partnership

Additional name(s) of conveying party(ies) attached?  Yes  No

2. Name and address of receiving party(ies):

KROLL BACKGROUND AMERICA, INC.  
1900 Church Street  
Suite 400  
Nashville, TN 37203

- Individual(s) citizenship \_\_\_\_\_
- Association \_\_\_\_\_
- General Partnership \_\_\_\_\_
- Limited Partnership \_\_\_\_\_
- Corporation - Tennessee
- Other \_\_\_\_\_

Domestic representative is attached:

Yes  No

Additional name(s) & address(es) attached?

Yes  No

3. Nature of conveyance:

- Assignment
- Security Agreement
- Other \_\_\_\_\_
- Merger
- Change of Name

Execution Date: June 28, 1999

4. (A.) Trademark Application No.(s)

4. (B.) Trademark Registration No.(s)

2117300  
2346104  
2243633

Additional numbers attached?  Yes  No

5. Correspondence should be mailed to:

VICTOR M. TANNENBAUM  
ABELMAN, FRAYNE & SCHWAB  
150 East 42nd Street  
New York, New York 10017

6. Total number of applications and registrations involved:.....

3

7. Total fee (37 CFT 3.41): ..... \$ 90.00

Enclosed  
(The said Deposit Account should be charged for any official fee not fully covered by the enclosed check)

Authorized to be charged to deposit account  
Deposit account number: 01-0035

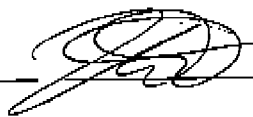
(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

8. Statement and signature.

To the best of my knowledge and belief the foregoing information is true and correct and any attached copy is a true copy of the original document.

VICTOR M. TANNENBAUM  
Name of Person Signing



Signature

11/1/02

Date

Total number of pages comprising cover sheet, attachments and documents:

3

ARTICLES OF AMENDMENT  
TO THE  
AMENDED AND RESTATED CHARTER  
OF  
BACKGROUND AMERICA, INC.

Pursuant to the provisions of Section 48-20-106 of the Tennessee Business Corporation Act, as amended, the undersigned corporation hereby adopts the following Articles of Amendment to its Amended and Restated Charter:

**FIRST:** The name of the corporation is Background America, Inc. (the "Corporation")

**SECOND:** Article I of the Corporation's Amended and Restated Charter is amended to read, in its entirety, as follows:

The name of the Corporation is KROLL BACKGROUND AMERICA, INC.

**THIRD:** There will be no exchange, reclassification, or cancellation of issued shares.

**FOURTH:** The foregoing amendment was duly adopted on June 23, 1999 by the board of directors of the Corporation, in the manner prescribed by the Tennessee Business Corporation Act, as amended.

**FIFTH:** The foregoing amendment was duly adopted on June 24, 1999 by the shareholders of the Corporation, in the manner prescribed by the Tennessee Business Corporation Act, as amended.

**SIXTH:** The foregoing amendment is to be effective when these Articles of Amendment are filed by the Secretary of State.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment to the Amended and Restated Charter as of the \_\_\_ day of June, 1999.

BACKGROUND AMERICA, INC. ;

By: [Signature]  
Name:  
Title: