FORM PTO-1618A Expires 06/30/99 OMB 0651-0027

02-15-2000

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Formerly Proudfeot (USA) Company	
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X Citizenship/State of Incorporation/Organization Delaware	
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Address (line 2) Suite 700	
	33401
Address (line 3) West Palm Beach   Florida	Zip Code
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## State of Delaware

#### Office of the Secretary of State PAGE

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 "PROUDFOOT (USA) COMPANY", CHANGING ITS NAME FROM "PROUDFOOT (USA) COMPANY" TO "PROUDFOOT CONSULTING COMPANY", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel, Secretary of State

**AUTHENTICATION:** 

2195669 8100

DATE:

09-15-99

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**TRADEMARK** REEL: 001989 FRAME: 0697

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 07/30/1999 991316599 - 2195669

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Proudfoot (USA) Company, a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware,

#### DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said corporation by unanimous written consent dated July 1, 1999, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that Article I. of the Certificate of Incorporation of the Corporation be amended, changed and altered so as to read as follows:

"The name of the Corporation is Proudfoot Consulting Company"

SECOND: That the sole stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be signed by an authorized officer this 1<sup>st</sup> day of July, 1999.

PROUDFOOT (USA) COMPANY

By: /s/ F. Steven Hitchcock
Authorized Officer

CH01/12010377.1

RECORDED: 11/08/1999

TRADEMARK REEL: 001989 FRAME: 0698