

State of Delaware

Office of the Secretary of State PAGE 1

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 "EEPRISE, INC.", CHANGING ITS NAME FROM "EEPRISE, INC." TO "THE CYBRANT CORP.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF SEPTEMBER, A.D. 1999, AT 9 O'CLOCK A.M.

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



A handwritten signature in cursive script, appearing to read "Edward J. Freel".

Edward J. Freel, Secretary of State

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AUTHENTICATION: 0006646

DATE: 10-04-99

TRADEMARK

REEL: 001999 FRAME: 0291

**CERTIFICATE OF AMENDMENT
OF THE RESTATED
CERTIFICATE OF INCORPORATION
OF
cePRISE, INC.**

It is hereby certified that:

1. The name of the corporation (hereinafter called the "Corporation") is cePrise, Inc.

2. The restated certificate of incorporation of the Corporation is hereby amended by deleting the text of *Article I* in its entirety and substituting the following therefor:

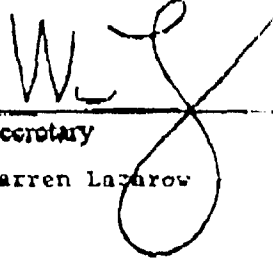
"The name of the corporation is The Cybrant Corp. (the "Corporation")."

3. The amendment of the restated certificate of incorporation herein certified has been duly adopted in accordance with the provisions of Sections 228 and 242 of the General Corporation law of the State of Delaware.

Signed on September 27, 1999.

cePRISE, INC.

By:


Secretary

Warren Lazarov