

FO3000005378

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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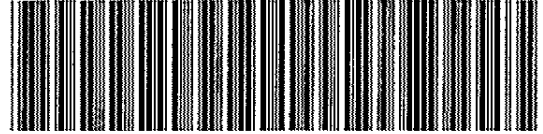
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T Smith JUL 19 2005 For Amen

**TRANSMITTAL LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** HCL Technologies America, Inc.  
(Name of corporation)

**DOCUMENT NUMBER:** F03000005378

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Kislay Banka  
(Name of person)

HCL America, Inc.  
(Name of firm/company)

4800 Great America Parkway #310  
(Address)

Santa Clara, CA 95054  
(City/state and zip code)

For further information concerning this matter, please call:

Kislay Banka at ( 408 ) 970-0100  
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

**Mailing Address:**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**  
(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F03000005378  
(Document number of corporation (if known))

1. HCL Technologies America, Inc.  
(Name of corporation as it appears on the records of the Department of State)

2. State of California 3. 10/28/2003  
(Incorporated under laws of) (Date authorized to do business in Florida)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? June 9, 2005

5. HCL America, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.  
\_\_\_\_\_  
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.  
\_\_\_\_\_  
(New jurisdiction)

L. R. R. June 30, 2005  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary) (Date)

Raghu Raman Lakshmanan Secretary  
(Typed or printed name of person signing) (Title of person signing)

**State of California**  
**Secretary of State**

**CERTIFICATE OF FILING**

I, BRUCE McPHERSON, Secretary of State of the State of California, hereby certify:

That on the **9th day of June, 2005**, there was filed in this office an amendment changing the corporation name from **HCL TECHNOLOGIES AMERICA INC.**, a California corporation, to **HCL AMERICA INC.**

**IN WITNESS WHEREOF**, I execute this certificate and affix the Great Seal of the State of California this day of June 30, 2005.



A handwritten signature in black ink, appearing to read "Bruce McPherson".

BRUCE McPHERSON  
Secretary of State

A0629490

**ENDORSED - FILED**  
In the office of the Secretary of State  
of the State of California

**CERTIFICATE OF AMENDMENT OF  
ARTICLES OF INCORPORATION OF  
HCL TECHNOLOGIES AMERICA INC.**

JUN - 9 2005

The undersigned certify that:

1. They are the President and Secretary, respectively, of HCL Technologies America Inc., a California corporation (the "Corporation").
2. Article 1 of the Article of Incorporation of the Corporation is hereby amended to read as follows:

Article 1: The name of this corporation is HCL America Inc.

3. The foregoing amendment of the Articles of Incorporation has been duly approved by the Board of Directors of the Corporation.
4. The foregoing amendment of the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with section 902 of the California Corporation Code. The total number of outstanding shares of the Corporation is 5,541,233. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was more than 50%.

We further declare under penalty of perjury under the law of the state of California that the matters set forth in the certificate are true and correct of our own knowledge.

Date: May 23, 2005



Shami Khorana, President



Raghu Raman Lakshmanan, Secretary

