

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Public Affairs Management, L.L.C.
(Name of Foreign Limited Liability Company)

Dear Sir or Madam:

The enclosed application, certificate and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Marianne Ansel, Paralegal
(Name of Person)

Duane Morris LLP
(Firm/Company)

30 South 17th Street
(Address)

Philadelphia, PA 19103
(City/State and Zip Code)

For further information concerning this matter, please call:

Marianne Ansel at (215) 979-1224
(Name of Person) (Area Code & Daytime Telephone Number)

STREET/COURIER ADDRESS:
Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

MAILING ADDRESS:
Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

FILED
2005 OCT 24 P 4: 20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Enclosed is a check for the following amount:

- \$25 Filing Fee
- \$30 Filing Fee & Certificate of Status
- \$55 Filing Fee & Certified Copy
- \$60 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

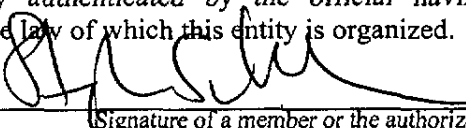
SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Florida Department of State: Public Affairs Management, L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: July 9, 2001

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of organization? 9/30/05
5. New name of the limited liability company: Duane Morris Government Affairs LLC
6. If the amendment changes the period of duration, indicate new period of duration:
N/A
7. If the amendment changes the jurisdiction of organization, indicate new jurisdiction:
N/A
8. If the amendment corrects any false statement, indicate the statement being corrected and the correction: See attached Exhibit "A"

9. Attached is an original certificate, no more than 90 days old, evidencing the aforementioned amendment(s), duly authenticated by the official having custody of records in the jurisdiction under the law of which this entity is organized.



Signature of a member or the authorized representative of a member

Stephen Schachman
Typed or printed name of signee

Filing Fee: \$25.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
2005 OCT 24 P 11: 20
2:11 PM

EXHIBIT "A"

APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO FILE AMENDMENT
TO APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA BY
PUBLIC AFFAIRS MANAGEMENT, L.L.C.

9. The usual business addresses of the managing members or managers are as follows:

Stephen Schachman, 30 South 17th Street, Philadelphia, PA 19103-4196

Kenneth E. Davis, 30 South 17th Street, Philadelphia, PA 19103-4196

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TALLAHASSEE, FLORIDA

Delaware

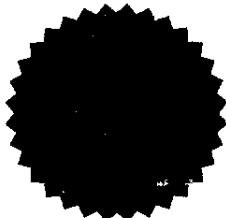
PAGE 1

The First State

I, HARRIET SMITH WINDSOR, 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 "PUBLIC AFFAIRS MANAGEMENT, L.L.C.", CHANGING ITS NAME FROM "PUBLIC AFFAIRS MANAGEMENT, L.L.C." TO "DUANE MORRIS GOVERNMENT AFFAIRS LLC", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF SEPTEMBER, A.D. 2005, AT 9:42 O'CLOCK A.M.

2005 OCT 24 P 4: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3220511 8100

AUTHENTICATION: 4221999

050834334

DATE: 10-12-05

State of Delaware
Secretary of State
Division of Corporations
Delivered 09:42 AM 09/30/2005
FILED 09:42 PM 09/30/2005
SRV 050803941 - 3220511 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF FORMATION
OF
PUBLIC AFFAIRS MANAGEMENT, L.L.C.**

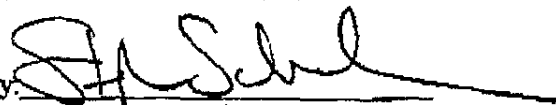
Public Affairs Management, L.L.C., a Delaware limited liability company (the "Company"), does hereby certify as follows:

1. The name of the Company is Public Affairs Management, L.L.C.
2. The Certificate of Formation of the Company is hereby amended by striking out Article 1 thereof and by substituting in lieu of said Article the following new Article 1:
"1. The name of the limited liability company is Duane Morris Government Affairs LLC".

Signed on September 29, 2005

PUBLIC AFFAIRS MANAGEMENT LLC

By:



Name: Stephen Schachman

Title: Managing Director