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Florida Department of State
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TALLAHASSEE, FLORIDA

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TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN

VANCE UNIFORMED PROTECTION SERVICES, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
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01/24/08
PC

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)

F00000005793

(Document number of corporation (if known))

FILED
08 JAN 23 PM 4: 00
SECRETARY OF STATE
FALLAHASSEE, FLORIDA

1. Vance Uniformed Protection Services, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 10/17/2000
(Incorporated under laws of) (Date authorized to do business in 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? 01/21/2008

5. Garda Security 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)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

Brent A. Wegner
(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Brent A. Wegner
(Typed or printed name of person signing)

Secretary
(Title of person signing)

State of Delaware
Secretary of State
Division of Corporations
Delivered 01:36 PM 01/03/2008
FILED 01:36 PM 01/03/2008
SRV 080006681 - 2186729 FILE

**CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF
VANCE UNIFORMED PROTECTION SERVICES, INC.**

Vance Uniformed Protection Services, Inc. (the "Corporation") hereby certifies pursuant to the provisions of Section 242 of the Delaware General Corporation Law (the "GCL"), as follows:

FIRST: That the Board of Directors of said Corporation, by the unanimous written consent of its members filed with the minutes of the Board, adopted a resolution proposing and declaring advisable an amendment to the Certificate of Incorporation to change the name of the Corporation to Garda Security Inc.

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder of the Corporation has given its unanimous written consent to change the name of the Corporation to Garda Security Inc.

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

FOURTH: That the first paragraph of the original Certificate of Incorporation of the Corporation (as amended by a Certificate of Correction of the Corporation), is hereby amended to read as follows:

FIRST: the corporation's name (hereinafter sometimes referred to as the "Corporation") is:
Garda Security Inc.

FIFTH: That this Certificate of Amendment of the Certificate of Incorporation shall be effective on January 21, 2008.

IN WITNESS WHEREOF, this Certificate of Amendment has been duly executed by the undersigned as of the 2nd day of January, 2008.

**VANCE UNIFORMED PROTECTION
SERVICES, INC.**

By: Brent A. Wegner
Brent A. Wegner
Secretary and General Counsel

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "VANCE UNIFORMED PROTECTION SERVICES, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "GARDA SECURITY INC.", THE THIRD DAY OF JANUARY, A.D. 2008, AT 1:36 O'CLOCK P.M.

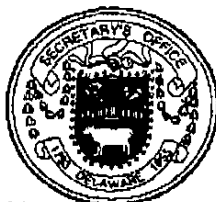
AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE TWENTY-FIRST DAY OF JANUARY, A.D. 2008.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

2186729 8320

080068857

You may verify this certificate online
at corp.delaware.gov/authvar.shtml



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 6327447

DATE: 01-22-08