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** VIA FEDERAL EXPRESS **

December 12, 2001

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32314

100004724531--0
-12/13/01--01045--002
*****43.75 *****43.75

Re: Notification of Name Change
Villanova Distribution Services, Inc. (FEI No. 421341874)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 13 AM 11:58

Dear Sir or Madam:

Enclosed for filing is a manually signed and one copy of an Application By Foreign Corporation To File Amendment To Application For Authorization To Transact Business In Florida. The application reflects the name change of Villanova Distribution Services, Inc., a for-profit Delaware corporation qualified to do business in Florida (the "Company"), to Gartmore Distribution Services, Inc. The name change was effective in the Company's home state of Delaware on December 10, 2001.

Also enclosed is a certified copy of the Certificate of Amendment issued by the Delaware Secretary of State effecting the Company's name change, and a check in the amount of \$43.75 in payment of the requisite \$35 filing fee and \$8.75 certified copy charge.

Please return evidence of this filing in the enclosed self-addressed envelope.

If there is a problem processing the Application, or if you require anything further, please contact the undersigned at (202) 419-8408. Thank you for your attention to this matter.

Very truly yours,


Susan M. Boscarino
Legal Assistant

166054-0002

Enclosures

cc: Leslie Powers
Barbara A. Nugent, Esq.

N/C

V SHEPARD DEC 19 2001

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)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
01 DEC 13 AM 11:58

1. Villanova Distribution Services, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. 11/27/2000
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? 12/10/2001

5. Gartmore Distribution Services, 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.

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

Michael Krulikowski
Signature

December 10, 2001
Date

Michael A. Krulikowski
Typed or printed name

Senior Compliance Officer
Title

State of Delaware
Office of the Secretary of State PAGE 1

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 "VILLANOVA DISTRIBUTION SERVICES, INC.", CHANGING ITS NAME FROM "VILLANOVA DISTRIBUTION SERVICES, INC." TO "GARTMORE DISTRIBUTION SERVICES, INC.", FILED IN THIS OFFICE ON THE TENTH DAY OF DECEMBER, A.D. 2001, AT 11:02 O'CLOCK A.M.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

3314331 8100

AUTHENTICATION: 1494498

010631781

DATE: 12-11-01

DEC 10 2001 11:19 FR STRADLEY RONON

302 576 5858 TO 13027393677

8-02/02

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 11:02 AM 12/10/2001
010628288 - 3314331

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
VILLANOVA DISTRIBUTION SERVICES, INC.**

Villanova Distribution Services, Inc., (the "Corporation") 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 Certificate of Incorporation of Villanova Distribution Services, Inc., is amended by amending Article First thereof to read in its entirety as follows:

"FIRST: The name of this corporation shall be Gartmore Distribution Services, Inc."

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

IN WITNESS WHEREOF, said Villanova Distribution Services, Inc., has caused this Certificate to be signed by Thomas F. Wiese, its EVF-CAO this 10 day of December, 2001.

VILLANOVA DISTRIBUTION SERVICES, INC.

By: Thomas F. Wiese
Name: Thomas F. Wiese
Title: Executive Vice President -
Chief Administrative Officer