

F02000003931

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

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WAIT

☐

MAIL

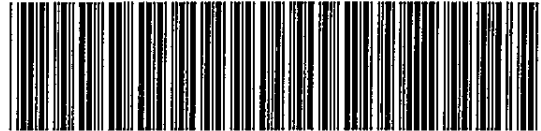
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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06/26/03--01059--023 **35.00

03 JUN 26 AM 11:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

F02000003931
6-26-03
NC ON 48

CLARK CONSULTING.

Helping You Keep Your Best PeopleSM

2121 San Jacinto Street, Suite 2200
Dallas, TX 75201-7906
www.clarkconsulting.com

214-871-8717 PHONE
214-720-6050 FAX

June 23, 2003

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Clark/Bardes, Inc.
Amendment to Certificate of Authority

Dear Sir or Madam:

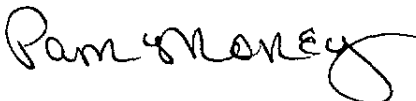
Please find enclosed an Application for Amendment to Certificate of Authority reflecting our corporate name change from Clark/Bardes Human Capital Consulting, Inc. to Clark Human Capital Consulting, Inc. along with check #7915 in the amount of \$35.00. I have also enclosed a self-addressed envelope in which you may return an approved copy of the Application.

Please direct correspondence or inquiries to my attention as follows:

Pam Money
Clark Consulting, Inc.
2121 San Jacinto St., Suite 2200
Dallas, Texas 75201

Please feel free to call me with any questions or if you need additional information at 214-661-3543.

Sincerely,



Pam Money
Legal Assistant

Clark Consulting, Inc.
2121 San Jacinto St., Suite 2200
Dallas, Texas 75201

Telephone: 214-661-3543
Fax: 214-661-3594
Email: pam.money@clarkconsulting.com

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Clark/Bardes Human Capital Consulting, Inc.
(Name of corporation)

DOCUMENT NUMBER: F02000003931

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Pam Money
(Name of person)

Clark Consulting, Inc.
(Name of firm/company)

2121 San Jacinto St., Suite 2200
(Address)

Dallas, TX 75201
(City/state and zip code)

For further information concerning this matter, please call:

Pam Money at 214-61-3543
(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)

F02000003931

(Document number of corporation (if known))

1. Clark/Bardes Human Capital Consulting, Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Delaware
(Incorporated under laws of)
3. August 1, 2002
(Date authorized to do business in Florida)

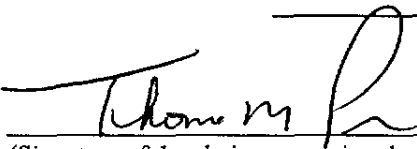
SECTION II
(4 - 7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? May 27, 2003
5. Clark Human Capital Consulting, 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)



(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

6/23/03
(Date)

Thomas M. Pyra
(Typed or printed name)

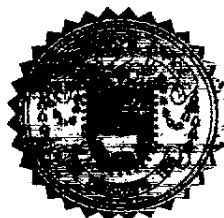
Vice President
(Title)

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 "CLARK/BARDES HUMAN CAPITAL CONSULTING, INC.", CHANGING ITS NAME FROM "CLARK/BARDES HUMAN CAPITAL CONSULTING, INC." TO "CLARK HUMAN CAPITAL CONSULTING, INC.", FILED IN THIS OFFICE ON THE TWENTY-SEVENTH DAY OF MAY, A.D. 2003, AT 12:51 O'CLOCK P.M.



3516317 8100

030395258

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 2474587

DATE: 06-16-03

State of Delaware
Secretary of State
Division of Corporations
Delivered 12:47 PM 05/27/2003
FILED 12:51 PM 05/27/2003
SRV 030342728 - 3516317 FILE

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF
CLARK/BARDES HUMAN CAPITAL CONSULTING, INC.**

Clark/Bardes Human Capital Consulting, Inc., 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 Board of Directors of Clark/Bardes Human Capital Consulting, Inc. (the "Corporation"), by written consent filed with the minutes of the board, duly adopted a resolution setting forth a proposed amendment to the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and submitting such amendment to the stockholders of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, Article FIRST of the Corporation's Certificate of Incorporation be and it hereby is amended in its entirety to read as follows:

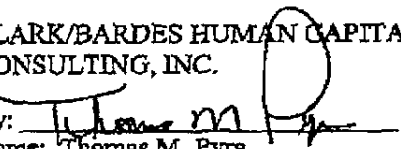
"ARTICLE FIRST: The name of the corporation is Clark Human Capital Consulting, Inc."

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given their written consent of said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

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

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be signed this 27th day of May, 2003.

CLARK/BARDES HUMAN CAPITAL
CONSULTING, INC.

By: 
Name: Thomas M. Pyra
Title: Executive Vice President