F0500000846

(Requestor's Name)
(Address)
(4.11)
(Address)
(City/State/Zip/Phone #)
PICK-UP WAIT MAIL
(Business Entity Name)
(Dusiliess Littly Name)
(Document Number)
Certified Copies Certificates of Status
<u></u>
Special Instructions to Filing Officer:

Office Use Only



300208259613

06/01/11--01021--012 **43.75

none Change



DOR Whell

COVER LETTER

TO: Amendment Section Division of Corporations	
SUBJECT:	eLoyalty Corporation
,	lame of Corporation
DOCUMENT NUMBER:	F05000000846
The enclosed Amendment and fee are s	submitted for filing.
Please return all correspondence conce	rning this matter to the following:
William B. Noon Name of Contact Person	n
Mattersight Corporation Firm/Company	n
rimicompany	
150 Field Drive, Suite 2	50
Address	
Lake Forest, IL 60045 City/State and Zip Coo	
bill.noon@mattersig E-mail address: (to be used for future	
For further information concerning this	matter, please call:
William B. Noon Name of Contact Person	at (847) 582-7019 Area Code & Daytime Telephone Number
Enclosed is a check for the following an	nount:
\$35.00 Filing Fee \$43.75 Filing I Certificate of	Status \$43.75 Filing Fee & Certificate of Status & Certificate of Status & Certificate of Status & Certificate copy (Additional copy is enclosed) \$52.50 Filing Fee, Certificate of Status & Certificate 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 Clifton Building 2661 Executive Center Circle Tallahassee, FL 32301

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)				
	F05000000846			LCRE LCRE	1
	(Document numb	er of corporation (if kno	own)	TARY NASSE	T
1	eLoy	alty Corporation		Ma E	
	(Name of corporation as it appear	s on the records of the l	Department of State)	EE, TORID	
2.	Delaware	3.	February 9,	2005 '	
	(Incorporated under laws of)	(Date	authorized to do busine	ess in Florida)	
		CTION II			
	(4-7 COMPLETE ONLY	THE APPLICABLE (CHANGES)		
4. If the	amendment changes the name of the corporat	ion, when was the c	hange effected unde	er the laws of	
its juri	isdiction of incorporation? May	31, 2011	·		
5.	Matter	sight Corporation			
(Name appro	Matter to a corporation after the amendment, adding a ppriate abbreviation, if not contained in new n	suffix "corporation, ame of the corporat	" "company," or "ii tion)	ncorporated," or	•
(If new busine	name is unavailable in Florida, enter alternates in Florida)	e corporate name ac	dopted for the purpo	ose of transactin	g
6. If the a	amendment changes the period of duration, in	dicate new period o	f duration.		
			-		
7 1645-	,	ew duration)			
7. II the a	amendment changes the jurisdiction of incorp	oration, indicate nev	w jurisdiction.		
	(New	/ jurisdiction)			
8. Attach 90 day having	ed is a certificate or document of similar imposs prior to delivery of the application to the Decustody of corporate records in the jurisdiction	ort, evidencing the a partment of State, b on under the laws o	amendment, authent by the Secretary of S f which it is incorpo	icated not more State or other of orated.	than ficial
	William B. Moron				
((Signature of a director, president or other officer - if it of a receiver or other court appointed fiduciary, by the	n the hands			
_	William B. Noon	• /	Vice President & CFO		
	(Typed or printed name of person signing)		(Title of person signing	<u>z)</u>	

Delaware

PAGE 1

The First State

I, JEFFREY W. BULLOCK, 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 "ELOYALTY CORPORATION", CHANGING ITS NAME FROM "ELOYALTY CORPORATION" TO "MATTERSIGHT CORPORATION", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF MAY, A.D. 2011, AT 11:58 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3041162 8100

110655866

Jeffrey W. Bullock, Secretary of State
AUTHENT\(CATION: 8797402

DATE: 05-31-11

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

State of Delaware Secretary of State Division of Corporations Delivered 12:03 PM 05/31/2011 FILED 11:58 AM 05/31/2011 SRV 110655866 - 3041162 FILE

CERTIFICATE OF AMENDMENT TO THE CERTIFICATE OF INCORPORATION OF ELOYALTY CORPORATION

eLoyalty Corporation, a corporation duly organized and existing under the General Corporation Law of the State of Delaware (the "Corporation"), does hereby certify that:

1. The Certificate of Incorporation of the Corporation is hereby amended by deleting Article I in its entirety and replacing it with the following:

"ARTICLE I

The name of the corporation (which is hereinafter referred to as the "Corporation") is:

Mattersight Corporation."

2. The foregoing amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Amendment to be executed by its duly authorized officer on this 31st day of May, 2011.

ELOYALTY CORPORATION

By: /s/ William B. Noon

Name: William B. Noon

Title: Vice President and Chief

Financial Officer