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DIVISION OF CORPORATIONS  
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Gregory C. Rigamer & Associates, Inc.  
Name of Corporation

**DOCUMENT NUMBER:** F09000002546

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Shannon Henton

Name of Contact Person

GCR Inc.

Firm/Company

2021 Lakeshore Drive, Ste 500

Address

New Orleans, LA 70122

City/State and Zip Code

shenton@gcrconsulting.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Shannon Henton

Name of Contact Person

at ( 985 ) 327-0877

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 &  
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\$52.50 Filing Fee,  
Certificate of Status &  
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(Additional copy is  
enclosed)

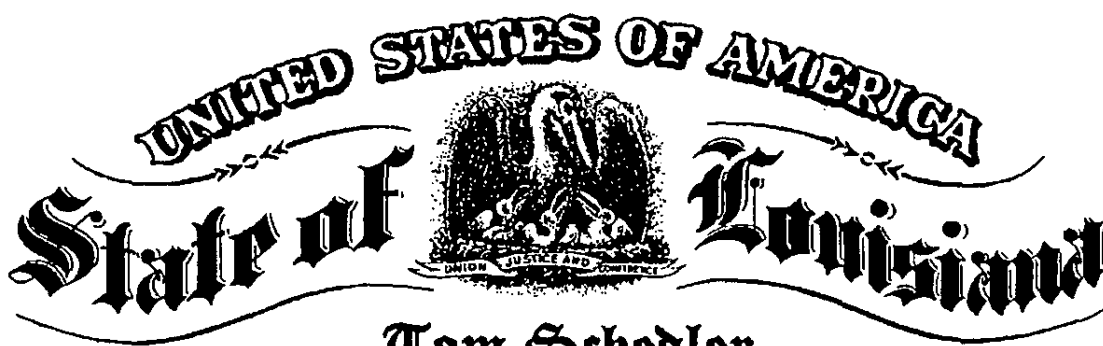
**Mailing Address:**

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





**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*

a copy of an Amendment to the Articles of Incorporation of

**GREGORY C. RIGAMER & ASSOCIATES, INC.**

Domiciled at NEW ORLEANS, LOUISIANA, changing the corporate name to

**GCR INC.**

Was filed and recorded in this Office on January 5, 2012.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 5, 2012

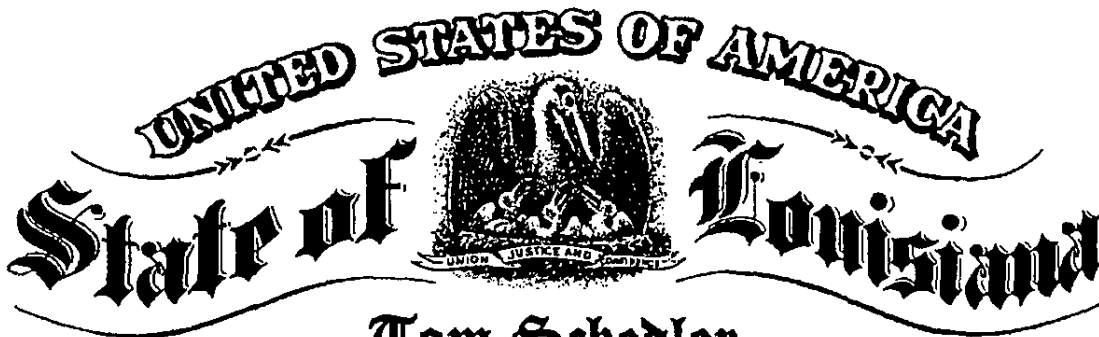
*Secretary of State*

LC 32506310D



Certificate ID: 10232216#52C42

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**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State of the State of Louisiana I do hereby Certify that*  
the attached document(s) of

**GCR INC.**

are true and correct and are filed in the Louisiana Secretary of State's Office.  
40564531 NMCHG 01/05/2012 2 pages

In testimony whereof, I have hereunto set my  
hand and caused the Seal of my Office to be  
affixed at the City of Baton Rouge on,

January 5, 2012

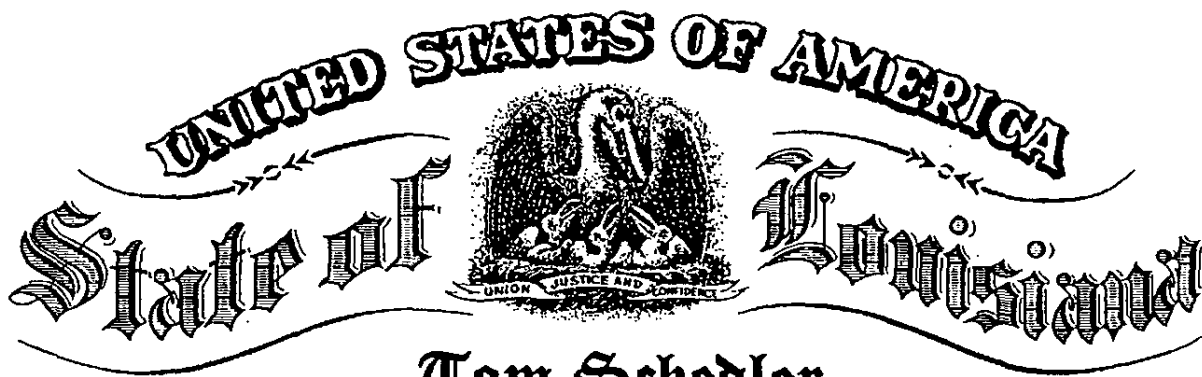
*Secretary of State*

LC32506310D



Certificate ID: 10232217#D5D52

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[www.sos.louisiana.gov](http://www.sos.louisiana.gov)



**Tom Schedler**

**SECRETARY OF STATE**

*As Secretary of State of the State of Louisiana, I do hereby Certify that*

**GCR INC.**

A corporation domiciled in NEW ORLEANS, LOUISIANA,

Filed charter and qualified to do business in this State on January 12, 1979,

I further certify that the records of this Office indicate the corporation has paid all fees due the Secretary of State, and so far as the Office of the Secretary of State is concerned is in good standing and is authorized to do business in this State.

I further certify that this Certificate is not intended to reflect the financial condition of this corporation since this information is not available from the records of this Office.

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

January 10, 2013

*Secretary of State*

Web 32506310D



Certificate ID: 10341274#BF52

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.  
[www.sos.louisiana.gov](http://www.sos.louisiana.gov)

**Tom Schedler**  
**SECRETARY OF STATE**

**January 5, 2012**

**State of Louisiana**  
**Secretary of State**



**COMMERCIAL DIVISION**  
**225.925.4704**

**Administrative Services**

**225.932.5317 Fax**

**Corporations**

**225.932.5314 Fax**

**Uniform Commercial Code**

**225.932.5318 Fax**

**The attached document of GCR INC. was received and filed on January 5, 2012.**

**LC 32506310D**

**FIRST AMENDMENT TO THE  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
GREGORY C. RIGAMER & ASSOCIATES, INC.**

**STATE OF CONNECTICUT  
COUNTY OF GREENWICH**

BE IT KNOWN, that on this 4<sup>th</sup> day of January, 2012, before me, the undersigned Notary Public in and for the County of Greenwich, Connecticut, therein residing, and in the presence of the undersigned competent witnesses, personally came and appeared:

Paul M. Caliento, appearing in his capacity as Vice President and Treasurer of Gregory C. Rigamer & Associates, Inc.;

and

Mathias Rumilly, appearing in his capacity as Assistant Secretary of Gregory C. Rigamer & Associates, Inc.;

who declared that they are appearing on behalf of Gregory C. Rigamer & Associates, Inc., a corporation domiciled in East Baton Rouge Parish, Louisiana, organized under the laws of the State of Louisiana by Act dated January 12, 1979 who declared that, acting pursuant to a resolution of the board of directors and a resolution of the sole shareholder of Gregory C. Rigamer & Associates, Inc., they do hereby appear for the purpose of executing this First Amendment to the Amended and Restated Articles of Incorporation of Gregory C. Rigamer & Associates, Inc., and in putting into authentic form the amendments which were approved by vote of the sole shareholder of this Corporation, by amending the below articles as follows:

1. Article I, is amended and restated in its entirety as follows:

**ARTICLE I**

The name of this corporation shall be OCR Inc.

2. Article III, is amended and restated in its entirety as follows:

**ARTICLE III**

**Authorized Stock.** The Corporation shall have the authority to issue an aggregate of one thousand (1,000) shares of common stock, without par value.

3. Article IV, is amended and restated in its entirety as follows:

From and after the date of the first amendment of the Amended and Restated Articles of Incorporation effected hereby, each issued and outstanding share and each treasury share of

NY90392.1  
211139-10230



Class A Voting Common Stock, no par value per share and each issued and outstanding share and each treasury share of Class B Non-Voting Common Stock, no par value per share of the Corporation shall be reclassified as Common Stock, no par value.

4. Article V, is hereby deleted in its entirety.

In all other respects, the Amended and Restated Articles of Incorporation of Gregory C. Rigamer & Associates, Inc. shall continue in full force and effect as originally written.

THUS DONE AND PASSED in my office in the City of Old Greenwich, State of Connecticut, on the day, month, and year set forth above, in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

  
\_\_\_\_\_  
Mary Balogh

  
\_\_\_\_\_  
Paul M. Caliceto, Vice President and  
Treasurer

  
\_\_\_\_\_  
Mary Balogh

  
\_\_\_\_\_  
Matthew Reilly, Assistant Secretary

  
\_\_\_\_\_  
NOTARY PUBLIC

MELISSA GRANDE  
NOTARY PUBLIC  
MY COMMISSION EXPIRES JUL 01, 2016