



THE UNITED STATES
CORPORATION
COMPANY

F93000005336

ACCOUNT NO. : 072100000032

REFERENCE : 913470 155899A

AUTHORIZATION :

Patricia Pizut

COST LIMIT : \$ 35.00

ORDER DATE : August 3, 1998

ORDER TIME : 1:22 PM

ORDER NO. : 913470-020

CUSTOMER NO: 155899A

CUSTOMER: Ms. Gail Rago
Wace (usa), Inc.
200 East Ohio Street
Chicago, IL 60611

800002610888-- 8

FOREIGN FILINGS

NAME: WACE USA, INC.

XX PROFIT
 NON-PROFIT

XX CORPORATE
 LIMITED PARTNERSHIP

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Turner

FILED
98 AUG -7 PM 2:57
RECEIVED
98 AUG -7 PM 1:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

JP 8/10

N/C Amend

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.)

FILED
98 AUG -7 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I

(1-3 must be completed)

1. WACE USA, INC.
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 3. NOVEMBER 23, 1993
Incorporated under the 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? JULY 31, 1998
5. SEVEN WORLDWIDE, 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.
NO CHANGE
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
NO CHANGE
New Jurisdiction

John T. Hanson
Signature

JOHN T. HANSON

Typed or printed name

7-31-98

Date

VICE PRESIDENT / CFO

Title

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "WACE USA, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "SEVEN WORLDWIDE, INC.", THE THIRTY-FIRST DAY OF JULY, A.D. 1998, AT 9 O'CLOCK A.M.

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.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

2169584 8320
981301565



9231064
08-03-98

Edward J. Freel

Edward J. Freel, Secretary of State

AUTHENTICATION:

DATE: