

F94000005166

ncm credit management worldwide

April 7, 2000

Amendment Section
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

300003201473
04/10/00-01102-023
*****35.00 *****35.00

To Whom It May Concern:

Enclosed for filing with your department are the documents listed below for the name change of our company Maryland Netherlands Credit Insurance Company to NCM Americas, Inc.

Application for Amendment
Original certificate from the State of Incorporation
Check# 744 in the amount of \$35.00 for Filing Fee

If you have any questions please do not hesitate to contact me at (410) 246-5510.

Sincerely,

JoAnn Udes
Accountant Analyst
NCM Americas, Inc.
5026 Campbell Blvd., Suite C
Baltimore, Maryland 21236

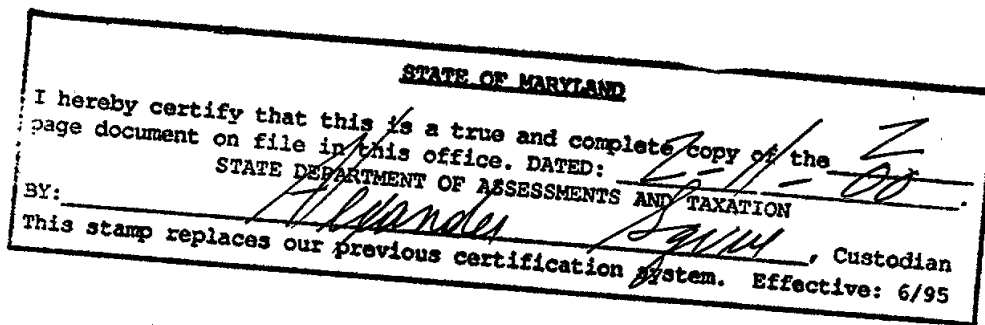
FILED
DO APR 10 PM 5:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N/C

V. SHEPARD APR 14 2000

FILED
00 APR 10 PM 5:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Vice President and Secretary
Title



ARTICLES OF AMENDMENT

(1)

1) Maryland Netherlands Credit Insurance Company

Maryland corporation hereby certifies to the State Department of Assessments and Taxation of Maryland that:

(3) The charter of the corporation is hereby amended as follows:

ARTICLE I. The name of the corporation is NCM Americas, Inc. (hereinafter called the Corporation).

ARTICLE IV. The name and address of the resident agent of this Corporation who is a citizen of the State of Maryland and resides therein:

Joyce E. Knodell
210 North Charles, Suite 713
Baltimore, Maryland 21201

This amendment of the charter of the corporation has been approved by
the directors and shareholders

We the undersigned President and Secretary swear under penalties of perjury that the foregoing is a corporate act.

[Signature]
Secretary

(5) [Signature]
President

NCM Americas, Inc.

210 North Charles, Suite 713

Baltimore, Maryland 21201

50.00

WORK ORDER 0000263863
CUSTOMER ID 0000302706
2000-01-10 10:19 AM
AMT PAID

**** FOR DEPARTMENTAL USE ONLY ****

DOCUMENT CODE

09A

BUSINESS CODE

D 03571312

P.A.

Religious

Close

Stock

Nonstock

Merging

(Transferor)

Surviving

(Transferee)

FEES REMITTED

Base Fee:

20

Org. & Cap. Fee:

Expedite Fee:

30

Penalty:

State Recordation Tax:

State Transfer Tax:

Certified Copies:

Copy Fee:

Certificates:

Certificate Fee:

Other:

TOTAL FEES:

50

Credit Card

Check

Cash

Documents on

Checks

APPROVED BY:

[Signature]

ID # D03571312 ACK # 1000133421000000
LIBER: B00105 FOLIO: 0462 PAGES: 0002
NCM AMERICAS, INC.

01/10/2000 AT 10:18 A WO # 0000263863

COMMENT: 000005

WORK ORDER 0000263863
CUSTOMER ID 0000302706
2000-01-10 10:18 AM
AMT PAID 50.00

(New Name)

NCM Americas, Inc.

Change of Name

Change of Principal Office

Change of Resident Agent

Change of Resident Agent Address

Resignation of Resident Agent

Designation of Resident Agent

and Resident Agent's Address

Change of Business Code

Adoption of Assumed Name

Other Change(s)

CODE

ATTENTION:

MAIL TO ADDRESS:

Joyce E. Knodel
NCM Americas, Inc.
210 North Charles St.
Suite 713
Baltimore, MD 21201