

F97000004566
CT CORPORATION SYSTEM

2 Oliver Street
Boston, MA 02109
Tel 617 482 4006
Fax 617 482 2795

September 16, 1997

Secretary of State
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

FILED
97 SEP 19 AM 10:29
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Re: CSPI Sub, Inc. (DE)
Changed Name To: Modcomp Inc.
Order #: 990872

600002298086--0
-09/19/97--01075--010
*****35.00 *****35.00

Madam or Sir:

As requested by counsel, we enclose for filing name change amendment documents on behalf of this corporation, together with funds in payment of the required fees. This document should be filed upon receipt.

Evidence of the filing should be returned to this office.

If you have any questions or if for any reason the filing cannot be effected promptly, please notify this office of the details by calling our toll-free number: 1-800-225-2034 Ext. 3012.

Very truly yours,

Christine M. Eastwine
Senior Customer Specialist

/cme

Enclosure(s)

Special Instructions: THANK YOU.

VS SEP 26 1997

N/C

**APPLICATION BY FOREIGN CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN
FLORIDA**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

SECTION I (1-3 must be completed)

1. CSPI Sub Inc.
Name of corporation as it appears within the records of the Department of State.
2. Incorporated under laws of: Delaware
3. Date authorized to do business in Florida: 8-28-97

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?

September 10, 1997

5. Name of corporation after the amendment, adding suffix "corporation," "company," "incorporated", or appropriate abbreviation, if not contained in new name of the corporation:

Modcomp Inc.

6. If the amendment changes the period of duration, indicate new period of duration

N/A

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction

N/A

, Secretary
Signature
Name and Title

September 10, 1997
Date

State of Delaware.

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Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "CSPI SUB INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "MODCOMP INC.", THE TENTH DAY OF SEPTEMBER, A.D. 1997, AT 11 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2782297 8320

971303999

AUTHENTICATION:

8646557

DATE:

09-11-97