F99000000235

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name Change
09-06-07
DC

COVER LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: Everware, Inc.
(Name of Corporation)

DOCUMENT NUMBER: F99000000235

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ray Phillips
(Name of Contact Person)

Everware-CBDI North America, Inc.
(Firm/Company)

2750 Prosperity Ave., Suite 210
(Address)

Fairfax, VA 22031
(City/State and Zip Code)

For further information concerning this matter, please call:

Ray Phillips at (703) 246-0000 x108
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- [X] $35.00 Filing Fee
- [ ] $43.75 Filing Fee & Certificate of Status
- [ ] $43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- [ ] $52.50 Filing Fee, Certificate of Status & Certified 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

FLORIDA DEPARTMENT OF STATE
Division of Corporations

June 14, 2007

RAY PHILLIPS
EVERWARE-CBDI NORTH AMERICA, INC.
2750 PROSPERITY AVE., SUITE 210
FAIRFAX, VA 22031

SUBJECT: EVERWARE, INC.
Ref. Number: F99000000235

We have received your document and check(s) totaling $35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of authorization to transact business in Florida must be contained in the document.

THIS DATE IS 01/13/99. PLEASE CORRECT SECTION #3 OF THE APPLICATION ACCORDINGLY.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of the records in the jurisdiction under the laws of which it is incorporated, formed, or organized. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6906.

Darlene Connell
Document Specialist

Letter Number: 607A00039982

RECEIVED
6/21/07

Everware-CBDI
NORTH AMERICA

Everware-CBDI North America
2750 Prosperity Avenue • Suite 210 • Fairfax, VA 22031 • USA
Tel: 703.246.0000 Fax: 703.246 0001 • www.everware-cbdi com

August 14, 2007

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Attn: Darlene Connell

RE: EVERWARE, INC.
F99000000235

Dear Ms. Connell,

In response to your letter dated June 14, 2007, a certificate evidencing the change of name amendment is enclosed. In addition, item 3 of our application has been corrected per your instructions. Also enclosed are copies of the documents that were returned to us.

Regards,

Ray Phillips
Director, Business Operations and Finance

RECEIVED
2007 SEP -4 AM 8:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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)

F99000000235
(Document number of corporation (if known))

1. Everware, Inc.
(Name of corporation as it appears on the records of the Department of State)

2. Virginia
(Incorporated under laws of)

3. ~~10/10/05~~ 01/13/99
(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? 3/21/07

5. Everware-CODI North America, 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)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

FILED
07 SEP -4 PM 3:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

(New duration)

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

(New jurisdiction)

David R. Mayo
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

David R. Mayo
(Typed or printed name of person signing)

Executive Vice President
(Title of person signing)

Commonwealth of Virginia

State Corporation Commission

I Certify the Following from the Records of the Commission:

The foregoing is a true copy of the certificate of amendment of Everware-CBDI North America, Inc. issued March 21, 2007.

Nothing more is hereby certified.

Signed and Sealed at Richmond on this Date:
August 1, 2007

Joel H. Peck

Joel H. Peck, Clerk of the Commission

CIS0505

ARTICLES OF AMENDMENT
OF
EVERWARE, INC.

Pursuant to §13.1-710 of the Virginia Stock Corporation Act, as amended, Everware, Inc., a Virginia corporation (the "Corporation"), hereby amends its Articles of Incorporation and sets forth the following information.

1. The name of the corporation is: Everware, Inc.

2. Article I of the Articles of Incorporation of Everware, Inc. shall be deleted in its entirety and the following language shall be substituted in its place as the new Article I:

ARTICLE I

The name of the Corporation is "Everware-CBDI North America, Inc."

3. No information is applicable under Section 13.1-710.3 as the amendment does not relate to an exchange, reclassification, or cancellation of shares.

4. By the terms of a Unanimous Written Consent In Lieu of a Joint Meeting of the Directors and Sole Shareholder effective January 31, 2007, the Directors of the Corporation unanimously recommended to the Sole Shareholder of the Corporation that the Sole Shareholder approve the foregoing amendment.

5. By the terms of a Unanimous Written Consent In Lieu of a Joint Meeting of the Directors and Sole Shareholder effective January 31, 2007, the foregoing amendment was approved by the Sole Shareholder of the Corporation.

6. This Amendment shall become effective at the time such as it is accepted for filing by the State Corporation Commission of the Commonwealth of Virginia

The undersigned President of the Corporation declares that the facts herein stated are true as of January 31, 2007.

EVERWARE, INC.

By: [signature]
E. Warren Ellmore, President

COMMONWEALTH OF VIRGINIA
STATE CORPORATION COMMISSION

AT RICHMOND, MARCH 21, 2007

The State Corporation Commission has found the accompanying articles submitted on behalf of

Everware-CBDI North America, Inc. (formerly EVERWARE, INC.)

to comply with the requirements of law, and confirms payment of all required fees. Therefore, it is ORDERED that this

CERTIFICATE OF AMENDMENT

be issued and admitted to record with the articles of amendment in the Office of the Clerk of the Commission, effective March 21, 2007.

The corporation is granted the authority conferred on it by law in accordance with the articles, subject to the conditions and restrictions imposed by law.

STATE CORPORATION COMMISSION

By Mark C. Christie

Commissioner

07-03-20-0645