

# BENEFITSCORP

Performance is the whole story.

P07714

June 21, 2000

Secretary of State  
Corporations Division

Re: Benefits Communication Corporation  
Amendment to Certificate of Authority  
Changing Name to BenefitsCorp, Inc.

500003304505--0  
-06/26/00--01101--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

To Whom It May Concern:

Benefits Communication Corporation hereby submits the form(s) required by your state, a check for the necessary fee, and the required supporting documentation, if any, from Delaware, its state of incorporation, to effect an amendment of its certificate of authority to change its name of record.

I have enclosed an extra copy of the form. Kindly "file" stamp that copy and return it to me in the enclosed postage paid envelope so that we may have evidence of filing for our files.

Your assistance with this matter is appreciated. If you should have any questions, I may be contacted at (303) 737-4675.

Very truly yours,

*Jami L. Horwitz*

Jami L. Horwitz  
Paralegal

Enclosures

FILED  
00 JUN 26 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7/10/00  
NIC  
Amend.  
Spayre

Benefits Communication Corporation

Securities offered through BenefitsCorp Equities, Inc.

8515 East Orchard Road, D786

Englewood, CO 80111

5

A Great-West Company

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

FILED  
00 JUN 26 AM 9:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*State of Delaware*  
*Office of the Secretary of State*

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "BENEFITS COMMUNICATION CORPORATION", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "BENEFITSCORP, INC.", THE TWENTY-SEVENTH DAY OF MARCH, A.D. 2000, 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.



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

Edward J. Freel, Secretary of State

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001281528

AUTHENTICATION: 0488310

DATE: 06-09-00