

Division of Corporations

P17395

Florida Department of State  
Division of Corporations  
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COR AMND/RESTATE/CORRECT OR O/D RESIGN  
THOMSON INC.

|                       |         |
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| Certificate of Status | 0       |
| Certified Copy        | 0       |
| Page Count            | 03      |
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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)

P17395

(Document number of corporation (if known))

1. THOMSON INC.  
(Name of corporation as it appears on the records of the Department of State)

2. DELAWARE  
(Incorporated under laws of)

3. 12/28/1987  
(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? 06/24/2010

5. TECHNICOLOR USA, 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)

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)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated 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 corporate records in the jurisdiction under the laws of which it is incorporated.

*Maggan L. Ehret*  
(Signature of a director, president or other officer - If in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

MAGGAN L. Ehret  
(Typed or printed name of person signing)

Secretary  
(Title of person signing)

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TALLAHASSEE, FLORIDA

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# Delaware

PAGE 1

*The First State*


I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "THOMSON INC.", CHANGING ITS NAME FROM "THOMSON INC." TO "TECHNICOLOR USA, INC.", FILED IN THIS OFFICE ON THE TWENTY-FOURTH DAY OF JUNE, A.D. 2010, AT 7:33 O'CLOCK P.M.



2141204 8100

100800432

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 8152326

DATE: 08-04-10

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State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 07:35 PM 06/24/2010  
FILED 07:35 PM 06/24/2010  
SRV 100689744 - 2141204 FILE

CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
THOMSON INC.

\*\*\*\*\*

Thomson Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware ("Corporation"),

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of the Corporation, by the unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendment to the Certificate of Incorporation of said corporation:

RESOLVED, that the Certificate of Incorporation of the Corporation be amended by changing the First Article thereof so that, as amended, the Article shall be and read as follows:

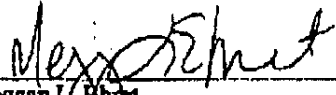
"1. The name of the corporation is: Technicolor USA, Inc."

SECOND: That in lieu of a meeting and vote of the stockholder, the stockholder has given unanimous written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said the Corporation has caused this certificate to be signed by Meggan L. Ehret, its Secretary, this 24th day of June, 2010.

Thomson Inc.

By   
Meggan L. Ehret  
Secretary

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