



P34496

ACCOUNT NO. : 072100000032

REFERENCE : ~~510495~~ 7157136

AUTHORIZATION : Patricia Pzyut

COST LIMIT : \$ 35.00

FILED
00 JAN 10 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : December 9, 1999

ORDER TIME : 11:18 AM

ORDER NO. : 510495-095

CUSTOMER NO: 7157136

CUSTOMER: Ms. Ana Moreira
The Profit Recovery Group I,
Suite 100 North
2300 Windy Ridge Parkway
Atlanta, GA 30339-8426

None
Change
Amend
500003093815--8

FOREIGN FILINGS

NAME: THE PROFIT RECOVERY GROUP
INTERNATIONAL I, INC.

XX PROFIT

XX CORPORATE

XXXX AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Robert Turner

RECEIVED
00 JAN 10 PM 4:05
DEPARTMENT OF STATE
DIVISION OF CORPORATE AFFAIRS
TALLAHASSEE, FLORIDA

AOR
11/11/00

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.)

FILED
00 JAN 10 PM 4:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

1. The Profit Recovery Group International I, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Georgia Incorporated under laws of
3. 6/27/91 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? AS OF JANUARY 1, 2000.
5. The Profit Recovery Group 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.
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

C. McKellar, Jr.
Signature

12/20/99
Date

Clinton McKellar, Jr.
Typed or printed name

Sr. V.P.
Title

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 000060985
PRINT DATE : 01/06/2000
FORM NUMBER : -218

CSC NETWORKS, INC.
DAVID HOLCOMB
70 MANSELL COURT
SUITE 100
ROSWELL, GA 30076

CERTIFICATE OF FACT

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that

THE PROFIT RECOVERY GROUP INTERNATIONAL I, INC.
changed its name to
THE PROFIT RECOVERY GROUP USA, INC.
on the 1st day of January, 2000.

Said entity is in compliance with the applicable filing and annual registration provisions of Title 14 of the Official Code of Georgia Annotated and has not filed articles of dissolution, certificate of cancellation or any other similar document with the office of the Secretary of State.

This certificate relates only to the legal existence of the above-named entity as of the date issued. It does not certify whether or not a notice of intent to dissolve, an application for withdrawal, a statement of commencement of winding up or any other similar document has been filed or is pending with the Secretary of State.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated within.



A handwritten signature in black ink, appearing to read "Cathy Cox".

Cathy Cox
Secretary of State