



**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)**

1. VANCE INTERNATIONAL INVESTIGATIVE SERVICES, INC.  
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE 3. 10-14-91  
Incorporated under laws of 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? JUNE 5, 1997
5. VANCE INTERNATIONAL CONSULTING, 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

Brent A. Wegner  
Signature

8-1-97  
Date

Brent A. Wegner  
Typed or printed name

SECRETARY  
Title

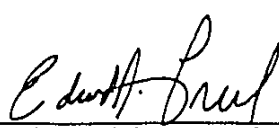
State of Delaware  
Office of the Secretary of State

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "VANCE INTERNATIONAL INVESTIGATIVE SERVICES, INC.", CHANGING ITS NAME FROM "VANCE INTERNATIONAL INVESTIGATIVE SERVICES, INC." TO "VANCE INTERNATIONAL CONSULTING, INC.", FILED IN THIS OFFICE ON THE FIFTH DAY OF JUNE, A.D. 1997, AT 9 O'CLOCK A.M.

2241654 8100  
971242427



  
Edward J. Freel, Secretary of State

AUTHENTICATION:

8574336  
07-24-97

DATE:

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 06/05/1997  
971184140 - 2241654

**FIRST AMENDMENT  
TO  
CERTIFICATE OF INCORPORATION  
OF  
VANCE INTERNATIONAL INVESTIGATIVE SERVICES, INC.**

WHEREAS, Vance International Investigative Services, Inc. filed a Certificate of Incorporation with the Delaware Secretary of State on September 19, 1990 (the "Certificate of Incorporation");

WHEREAS, Vance International Investigative Services, Inc. desires to change its name to Vance International Consulting, Inc. and to amend its Certificate of Incorporation to reflect such change;

NOW THEREFORE, The Certificate of Incorporation is hereby amended as follows:

1. **Name Change.** The First Article set forth in the Certificate of Incorporation is hereby amended and restated in its entirety as follows:

"FIRST: The corporation's name (hereinafter sometimes referred to as the "Corporation") is:

VANCE INTERNATIONAL CONSULTING, INC."

2. **Ratification.** Except as expressly set forth herein, all other terms, conditions and provisions of the Certificate of Incorporation are hereby confirmed and shall continue in full force and effect. Pursuant to Section 242 of the Delaware General Corporation Law.

IN WITNESS WHEREOF, the Corporation has caused this Certificate of Incorporation to be signed by David P. Johnson, its President, as of June 1, 1997.

Vance International Investigative Services, Inc.

By: David P. Johnson  
David P. Johnson, President