

Vance International, Inc.
Asset Protection Team, Inc.
Vance Executive Protection, Inc.
Vance Enternational of Canada, Inc.
Vance Education & Training Services, Inc.
Vance Uniformed Protection Services, Inc.
Vance International de México, S. A. de C. V.
Vance International investigative Services, Inc.

"when you can't afford to compromise"

August 7, 1997

P35909

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

P. Z.

600<u>002252026</u> *****35.00 *****35.00

To Whom It May Concern:

Enclosed please find the following items for changing our corporate name:

- 1. Completed and signed application for amendment.
- 2. Certificate of amendment from the state of Delaware.
- 3. Check for \$35.00

If you have any questions, please contact me at (703) 385-6754, or by mail to Vance International Consulting, Inc.

Attn: Kalyn Keller 10467 White Granite Dr., Suite 210 Oakton, VA 22124

Thank you for your assistance in making this change.

Sincerely,

Kalyn Keller Adm. Asst.

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Enclosures

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WAR THE 9 5 1997

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)

					2.4 3.1	: :
1. VANCE INTERNATIO	DAVAL MILLESTIG	ATIVE S	ERVICES	hic.		:
Name of	corporation as it appears on	the records of the			::	 ,
2. DELAWARE Incorporated un	der laws of	3. Dat	//) -/4 - 9 te authorized to do	business in F	lorida -	
(SECT	IION II HE APPLICABL	E CHANGES)			
4. If the amendment changes the its jurisdiction of incorporation	on? JUNE 5,	1997	<u> </u>			
5. VAUCE UTERNA Name of corporation after the amen not contained in new name o	TIONAL (UNSU) dment, adding suffix "corpor f the corporation.	7/NG	WC, " or "incorporated	," or appropria	ate abbrevia	tion, if
6. If the amendment changes the	period of duration, indi	cate new period	d of duration.			
-	New	Duration				
7. If the amendment changes the			new jurisdictio	n.		
	New J	urisdiction				
Brest A.	Wag-a-		8-1-9 Date	7		
Breat A. W.	egner		SECRETAL	oy		

State of Delaware

Office of the Secretary of State PAGE

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.

Edward J. Freel, Secretary of State

AUTHENTICATION:

17-24-97

2241654 8100 971242427

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

FIRST AMENDMENT TO CERTIFICATE OF INCORPORATION QF 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:

i. 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 be signed by David P. Johnson, its President, as of June 1, 1997.

Vance International Investigative Services, Inc.

David P. Johnson, President

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