

P94000058003
 CORPORATION(S) NAME
 ALISON ASSOCIATES, INC.
 changing name to:
 Proquest Alison, Inc.

Name
 Change
 Amend

- | | | |
|--|---|---|
| <input type="checkbox"/> Profit | <input checked="" type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input type="checkbox"/> Nonprofit | | |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Dissolution/Withdrawal | <input type="checkbox"/> Mark |
| | <input type="checkbox"/> Reinstatement | |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> LLC | <input type="checkbox"/> Name Registration | <input type="checkbox"/> Change of RA |
| | <input type="checkbox"/> Fictitious Name | <input type="checkbox"/> UCC |
| <input type="checkbox"/> Certified Copy | <input type="checkbox"/> Photocopies | <input type="checkbox"/> CUS |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input checked="" type="checkbox"/> Walk In | <input type="checkbox"/> Will Wait | <input checked="" type="checkbox"/> Pick Up |
| <input type="checkbox"/> Mail Out | | |

RECEIVED
 MAY 17 PM 3:51

Name _____ 5/17/02 Order#: 5351187
 Availability _____ 300005558523--3
 Document _____ -05/20/02--01002--006
 Examiner ASR Ref#: *****35.00 *****35.00
 Updater ASR
 Verifier _____ Amount: \$ _____
 W.P. Verifier _____

660 East Jefferson Street
 Tallahassee, FL 32301
 Tel. 850 222 1092
 Fax 850 222 7615

**CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION**

ALISON ASSOCIATES, INC., a Florida corporation, acting pursuant to the laws of the State of Florida, DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said 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 ALISON ASSOCIATES, INC., be amended by changing Article 1 thereof so that, as amended, said Article shall be and read as follows:

"ARTICLE 1. CORPORATE NAME. The name of the corporation is:

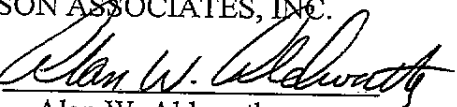
PROQUEST ALISON, INC."

SECOND: That in lieu of a meeting and vote of stockholders, the sole stockholder has given its written consent to said amendment.

IN WITNESS WHEREOF, said ALISON ASSOCIATES, INC. has caused this Certificate to be signed by Alan W. Aldworth, its Vice President, and attested by Todd W. Buchardt, its Secretary, as of the 25th day of April, 2002.

ALISON ASSOCIATES, INC.

By:

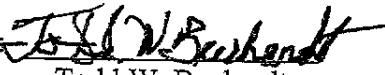

Alan W. Aldworth

Its:

Vice President

ATTEST:

By:


Todd W. Buchardt
Secretary

UNANIMOUS WRITTEN CONSENT OF THE
BOARD OF DIRECTORS OF
ALISON ASSOCIATES, INC.

The undersigned, being all of the members of the Board of Directors of ALISON ASSOCIATES, INC., a Florida corporation, acting pursuant to the laws of the State of Florida, do hereby consent to, approve and adopt the following resolution:


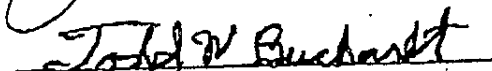
RESOLVED, that the Certificate of Incorporation of ALISON ASSOCIATES, INC. be amended by changing Article 1 thereof so that, as amended, said Article shall be and read as follows:

"ARTICLE 1. CORPORATE NAME. The name of the corporation is:

PROQUEST ALISON, INC."

IN WITNESS WHEREOF, the undersigned have executed this consent and hereby request and direct that it be filed with the minutes of proceedings of ALISON ASSOCIATES, INC.

Dated as of: April 25, 2002


James P. Roemer
Alan W. Aldworth
Todd W. Buchardt

WRITTEN CONSENT OF
THE SOLE SHAREHOLDER OF
ALISON ASSOCIATES, INC.

The undersigned, being the sole shareholder of ALISON ASSOCIATES, INC., a Florida corporation, acting pursuant to the laws of the State of Florida, does hereby consent to, approve and adopt the following resolution:

RESOLVED, that the Certificate of Incorporation of ALISON ASSOCIATES, INC. be amended by changing Article 1 thereof so that, as amended, said Article shall be and read as follows:

"ARTICLE 1. CORPORATE NAME. The name of the corporation is:

PROQUEST-ALISON, INC."

IN WITNESS WHEREOF, the undersigned has executed this consent and hereby requests and directs that it be filed with the minutes of proceedings of ALISON ASSOCIATES, INC.

Dated as of April 25, 2002

ALISON ASSOCIATES LTD.

By:

Todd W. Buchardt
Todd W. Buchardt