# P95000031846



THE UNITED STATES CORPORATION
ACCOUNT NO. : 072100000032
REFERENCE : 341703 5050703
AUTHORIZATION Patricia Parit
COST LIMIT : \$ 70.00
ORDER DATE: August 15, 1999
ORDER TIME : 11:24 AM
ORDER NO. : 341703-005
CUSTOMER NO: 5050703 400002962114
CUSTOMER: Ms. Kitty Kohn Grubb & Ellis Company 2215 Sanders Road, 4th Floor
Northbrook, IL 60062
DOMESTIC AMENDMENT FILING
NAME: GRUBB & ELLIS SERVICES CORPORATION
EFFICTIVE DATE:  C. COULLIETTE AUG. 1 7 1999
XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:  CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING
CONTACT DERSON: Jamela Abaied

# Articles of Amendment to the Articles of Incorporation

of

### **Grubb & Ellis Services Corporation**

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its Articles of Incorporation:

**FIRST:** The name of the corporation (hereinafter call the "Corporation") is Grubb & Ellis Services Corporation.

**SECOND:** The Articles of Incorporation of the Corporation are hereby amended by striking out the First Article thereof and by substituting in lieu of said First Article the following new First Article:

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is Landauer, Inc.

**THIRD:** The amendment was approved by written consent by the sole shareholder of the Corporation. The number of votes cast was sufficient for approval. The date of the written consent was August 2, 1999.

Signed on: <u>Aug 2</u>, 1999

Kobert J. Walner∨ Senior Vice President

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SECRETARY OF STATE
TALLAHASSEE FI OBLINA

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#### ACTION BY WRITTEN CONSENT

#### OF THE SOLE SHAREHOLDER OF

#### GRUBB & ELLIS SERVICES CORPORATION

#### August 2, 1999

Grubb & Ellis Company, a Delaware corporation, as the sole shareholder of Grubb & Ellis Services Corporation, a Florida corporation (the "Corporation"), hereby consents to take the following action and adopt the following resolutions by written consent, in lieu of a meeting, waiving any notice in connection therewith.

## Amendment to the Articles of Incorporation

WHEREAS, The Board of Directors of the Corporation adopted a resolution approving an amendment to the First Article of the Articles of Incorporation ("Articles of Incorporation") of this Corporation to change its name;

WHEREAS, it is deemed by the sole shareholder of the Corporation to be in its best interests and the best interests of the Corporation that the Articles of Incorporation be amended to change its name.

NOW, THEREFORE, BE IT RESOLVED, that the name of the Corporation shall be changed to Landauer, Inc.;

**RESOLVED FURTHER**, that the First Article of the Articles of Incorporation of the Corporation shall be amended to read as follows:

FIRST: The corporate name for the corporation (hereinafter called the "Corporation") is Landauer, Inc.

**RESOLVED FURTHER,** that said amendment of the Articles of Incorporation is hereby adopted and approved;

**RESOLVED FURTHER,** that a copy of the Certificate of Amendment to the Articles of Incorporation of the Corporation, bearing the file stamp and certification of the Florida Secretary of State, shall be inserted in the Minute Book of the Corporation;

**RESOLVED FURTHER**, that the appropriate Subsidiary Officers of the Corporation are hereby authorized to restate and file with the Florida Secretary of State a restated Articles of Incorporation in a form which includes any and all amendments to the Articles of Incorporation; and

#### General

RESOLVED FURTHER, that the appropriate Subsidiary Officers, and each of them, are hereby authorized and directed to do any and all things, including the execution of any and all documents, which they and each of them deem necessary or appropriate to effectuate the foregoing resolutions,; provided, however, that nothing in these resolutions shall be construed to permit authority for any actions which are reserved for the Board or the shareholders of the Company pursuant to the Articles of Incorporation and the Bylaws.

This Consent shall be effective as of the date first above written.

Grubb & Ellis Company, sole shareholder

3y:

Robert J. Walher

Senior Vice President