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KLETT LIEBER ROONEY & SCHORLING

A PROFESSIONAL CORPORATION

40TH FLOOR, ONE OXFORD CENTRE
PITTSBURGH, PENNSYLVANIA 15219-6498
TELEPHONE (412) 392-2000

Patricia A. Junker
Paralegal
(412) 392-2082

February 27, 1998

FEDERAL EXPRESS

Florida Secretary of State
Corporation Division
409 East Gaines Street
Tallahassee, FL 32399

FILED
MAR -2 AM 11:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
FACSIMILE (412) 392-2128

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-03/02/98-01137-006
*****35.00 *****35.00

RE: Articles of Amendment
Evans & Fitzgerald/MPS, Inc.

Dear Sir/Madam:

Enclosed for filing in your office are Articles of Amendment to change the name of Evans & Fitzgerald/MPS, Inc. to Evans & Fitzgerald/Marc, Inc. Also, enclosed is our check in the amount of \$35.00 to cover your filing fees.

Please return the recorded Articles of Amendment to me. A pre-paid Federal Express envelope is enclosed for your use.

If you have any questions or need anything else in order to file the enclosed Articles of Amendment, please call me. Thank you for your attention to this matter.

Very truly yours,

Patricia A. Junker

Patricia A. Junker, Paralegal
For KLETT LIEBER ROONEY & SCHORLING
A PROFESSIONAL CORPORATION

cc: Bernard Eisen, Esquire (w/enc.)

KLRSPGH1: 218486.1

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ARTICLES OF AMENDMENT
OF
EVANS & FITZGERALD/MPS, INC.

(By vote of shareholders)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO SECTION 607.1006 OF THE FLORIDA BUSINESS CORPORATION ACT,
THE UNDERSIGNED CORPORATION ADOPTS THESE ARTICLES OF AMENDMENT.

- FIRST: The name of the corporation is **Evans & Fitzgerald/MPS, Inc.**
- SECOND: The Articles of Incorporation of the corporation are amended by changing the Article Numbered "1" so that, as amended, said article shall read as follows:
- The name of the corporation is Evans & Fitzgerald/Marc, Inc.**
- THIRD: The amendment to the Articles of Incorporation set forth above was adopted on the 20th day of February, 1998.
- FOURTH: The amendment was approved by the shareholders. The number of votes cast for the amendment by the shareholders was sufficient for approval.

Signed this 26 day of February, 1998.

Evans & Fitzgerald/MPS, Inc.

By: [Signature]

Title: Exec Vice Pres / CFO