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DIVISION OF CORPORATIONS

**BASIC AMENDMENT**

**DAI NIPPON IMS (AMERICA) CORP.**

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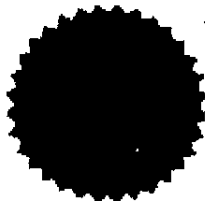
# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "DAI NIPPON IMS (AMERICA) CORP.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "DNP IMS AMERICA CORPORATION", THE TWENTY-NINTH DAY OF OCTOBER, A.D. 2003, AT 2:01 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 2752451

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DATE: 11-17-03