

File Number 2132-187-7

State of Illinois
Office of
The Secretary of State

Whereas, APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY OF NARDI AND COMPANY, INC. INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE HAS BEEN FILED IN THE OFFICE OF THE SECRETARY OF STATE AS PROVIDED BY THE BUSINESS CORPORATION ACT OF ILLINOIS, IN FORCE JULY 1, A.D. 1984.

Now Therefore, I, George H. Ryan, Secretary of State of the State of Illinois, by virtue of the powers vested in me by law, do hereby issue this certificate and attach hereto a copy of the Application of the aforesaid corporation.

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, at the City of Springfield, this 6TH day of MARCH A.D. 19 98 and of the Independence of the United States the two hundred and 22ND



George H Ryan

Secretary of State

BOX 170

Form **BCA-13.40**

APPLICATION FOR AMENDED
CERTIFICATE OF AUTHORITY TO
TRANSACTION BUSINESS IN ILLINOIS

File # 2132-187-7

(Rev. Jan. 1995)

George H. Ryan
Secretary of State
Department of Business Services
Springfield, IL 62756
Telephone (217) 782-1837

FILED

MAR 6 1998

GEORGE H. RYAN
SECRETARY OF STATE

SUBMIT IN DUPLICATE

This space for use by
Secretary of State

Date 3/6/98

Filing Fee \$25.00

Approved: 

Remit payment in check or money
order, payable to "Secretary of State."

1. (a) CORPORATE NAME: The Nardi Group, Ltd.
(b) If changed, NEW CORPORATE NAME: Nardi and Company, Inc.
(c) (Complete only if (a) new corporate name is not available in this state.)
ASSUMED CORPORATE NAME: _____
(If electing this assumed name, the corporation hereby agrees NOT to use its corporate name in the transaction of business in Illinois. Form BCA 4.15 is attached.)

2. (a) State or Country of Incorporation: Delaware
(b) If changed, Period of Duration: N/A

3. (a) If changed, Purpose or Purposes proposed to be pursued in transacting business in this State:
(If not sufficient space to cover this point, use reverse side or add one or more sheets of this size.)
N/A

EXPEDITED

MAR 6 1998


4. This application is accompanied by a copy of the Articles of Amendment to the Articles of Incorporation, if any, as evidence of any change of name, duration or purpose reported herein, each copy being duly authenticated by the proper officer of the state or country wherein the corporation is incorporated, which certification is not more than ninety (90) days old. The filing fee for the certified copy of the Articles of Amendment is \$25 unless the amendment acts as a restatement of the Articles of Incorporation, in which case the filing fee is \$100. In the event the statutory change was effected in a merger, a certified copy of the merger is required, plus applicable fee.

5. The undersigned corporation has caused this statement to be signed by its duly authorized officers, each of whom affirms, under penalties of perjury, that the facts stated herein are true. (All signatures must be in **BLACK INK**.)

Dated February 27, 19 98

The Nardi Group, Ltd.

attested by 
(Signature of Secretary or Assistant Secretary)

by 
(Signature of President or Vice President)

S. Craig Nardi, Secretary
(Type or Print Name and Title)

Stephen J. Nardi, President
(Type or Print Name and Title)

C-196.6

BOX 170