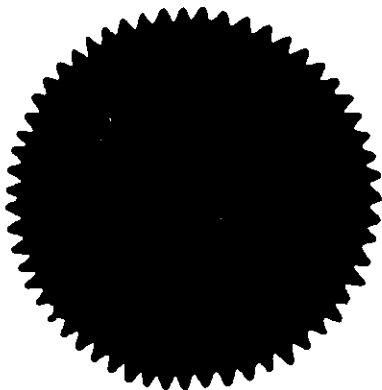


Office of Secretary of State.

J. Eugene Bunting, Secretary of State of the State of Delaware,
do hereby certify that the above and foregoing is a true and correct copy of
Certificate of Amendment of "THE WILLIAM J. BURNS INTERNATIONAL DETECTIVE AGENCY,
INC.", as received and filed in this office the fourth day of May, A.D. 1971, at
11:30 o'clock A.M.

In Testimony Whereof, I have hereunto set my hand
and official seal at Dover this fourth day
of May in the year of our Lord
one thousand nine hundred and seventy-one.



Eugene Bunting

Secretary of State

R. N. Edwell

Asst. Secretary of State

CERTIFICATE OF AMENDMENT
OF
CERTIFICATE OF INCORPORATION
OF

THE WILLIAM J. BURNS INTERNATIONAL DETECTIVE AGENCY, INC.

- - - - -

THE WILLIAM J. BURNS INTERNATIONAL DETECTIVE AGENCY, INC.,
a corporation organized and existing under and by virtue of the
General Corporation Law of the State of Delaware, DOES HEREBY
CERTIFY:

FIRST: That at a meeting of the Board of Directors of
THE WILLIAM J. BURNS INTERNATIONAL DETECTIVE AGENCY, INC. resolu-
tions were duly adopted setting forth a proposed amendment to the
Certificate of Incorporation of said corporation, declaring said
amendment to be advisable and that the proposed amendment be
considered at the annual meeting of the stockholders of said
corporation scheduled for May 4, 1971, or any adjournment thereof.
The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Incorporation
of this corporation be amended by changing the Article
thereof numbered "I" so that, as amended said Article
shall be and read as follows:

"Article I: The name of the corporation is
BURNS INTERNATIONAL SECURITY SERVICES, INC."

SECOND: That the necessary number of shares as required by law were voted in favor of said amendment at the annual meeting of stockholders of said corporation duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware.

THIRD: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said THE WILLIAM J. BURNS INTERNATIONAL DETECTIVE AGENCY, INC. has caused its corporate seal to be hereunto affixed and this certificate to be signed by FREDERIC E. CRIST its president, and attested by DAVID A. SCOTTO, its Assistant Secretary, this 4th day of May, 1971.

THE WILLIAM J. BURNS INTERNATIONAL
DETECTIVE AGENCY, INC.

By

Frederic E. Crist
President

(CORPORATE SEAL)

ATTEST:

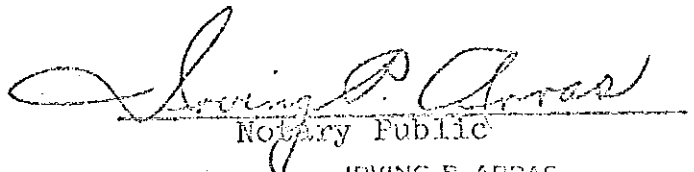
By

David A. Scotto
Assistant Secretary

STATE OF NEW YORK)
COUNTY OF WESTCHESTER) ss:

BE IT REMEMBERED that on this 4th day of May, 1971,
personally came before me, a Notary Public in and for the
County and State aforesaid, FREDERIC E. CRIST President of
THE WILLIAM J. BURNS INTERNATIONAL DETECTIVE AGENCY, INC., a
corporation of the State of Delaware, and he duly executed
said certificate before me and acknowledged the said certifi-
cate to be his act and deed and the act and deed of said
corporation and the facts stated therein are true; and that
the seal affixed to said certificate and attested by the
Secretary of said corporation is the common or corporate
seal of said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand
and seal of office the day and year aforesaid.


Notary Public

IRVING F. ARRAS
Notary Public, State of New York
No. 60-5110350
Qualified in Westchester County
Term Expires March 30, 1972

NOTARIAL
(SEAL)