

State of Idaho

Office of the Secretary of State

**AMENDED CERTIFICATE OF AUTHORITY
OF
INTERNATIONAL PROFIT ASSOCIATES, INC.**

File Number C 153163

I, BEN YSURSA, Secretary of the State, hereby certify that an Application for Amended Certificate of Authority, has been received in this office and is found to conform to law.

ACCORDINGLY and by virtue of the authority vested in me by law, I issue this Amended Certificate of Authority to reflect the name change from INTERNATIONAL PROFIT ASSOCIATES, INC. to ROI-NORTH AMERICA, INC. and attach hereto a duplicate of the application for such amended certificate.

Dated: June 21, 2010



Ben Ysuria
SECRETARY OF STATE
By *Joe Gutierrez*



APPLICATION FOR AMENDED CERTIFICATE OF AUTHORITY

(Instructions on back of application)

10 JUN 21 AM 9:20

SECRETARY OF STATE
STATE OF IDAHO

To the Secretary of State of the State of Idaho:

Pursuant to Section 30-1-1504, Idaho Code, the undersigned Corporation hereby applies for an amended certificate of authority to transact business in the State of Idaho and for that purpose submits the following statement.

Complete only applicable items.

1. A Certificate of Authority was issued to the corporation by your office on: 18 Feb 2004, authorizing it to transact business in the State of Idaho under the name of: International Profit Associates, Inc.
2. Its corporate name has been changed to: ROI-North America, Inc.
3. The name which it shall use hereafter in the State of Idaho is: ROI-North America, Inc.
4. It has changed its jurisdiction of incorporation, without a change of corporate identity to: _____

Dated: 4/21/2010 Corporation Name: ROI-North America, Inc.

Signature:

Typed Name: David L. Danzig

Capacity: President

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

Printed Name
Amended cert of authority.p65
Reviewed 07/2002

Web Form

IDaho SECRETARY OF STATE
06/21/2010 05:00
CK: 234222 CT: 232906 BH: 1227384
1 0 30.00 = 30.00 AMEND CERT
1 0 20.00 = 20.00 EXPEDITE C

File Number 5656-954-5



To all to whom these Presents Shall Come, Greeting:

I, Jesse White, Secretary of State of the State of Illinois, do hereby certify that I am the keeper of the records of the Department of Business Services. I certify that

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION WERE FILED IN THIS OFFICE ON MARCH 24, 2010, CHANGING NAME FROM INTERNATIONAL PROFIT ASSOCIATES, INC. TO ROI-NORTH AMERICA, INC. *****

In Testimony Whereof, I hereto set my hand and cause to be affixed the Great Seal of the State of Illinois, this 15TH day of JUNE A.D. 2010.

