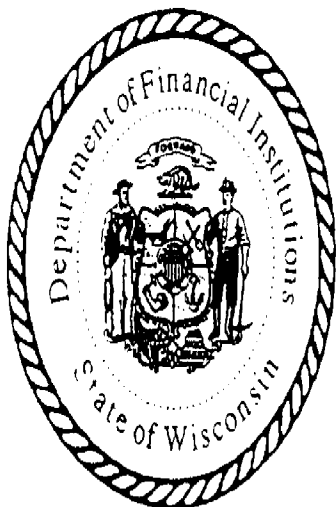


State of Wisconsin

DEPARTMENT OF FINANCIAL INSTITUTIONS

I, RICHARD L. DEAN, Secretary, Department of Financial Institutions, do hereby certify that the annexed copy has been compared by me with the document on file in the Corporations unit of the Division of Corporate & Consumer Services of this department and that the same is a true copy thereof; and that I am the legal custodian of said document, and that this certification is in due form.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed the official seal of the Department.



Richard L. Dean, Secretary
Department of Financial Institutions

DATE: SEP 13 1999

BY: Nancy Strzala

Effective July 1, 1996, the Department of Financial Institutions assumed the functions previously performed by the Corporations Division of the Secretary of State and is the successor custodian of corporate records formerly held by the Secretary of State.

01 N023054

**CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION
OF
PAYCO AMERICAN CORPORATION**

Payco American Corporation, a corporation organized and existing under and by virtue of the Business Corporation Law of the State of Wisconsin,

DOES HEREBY CERTIFY:

ACCT# 0000011149 CLASS CODE 340
TRX# 0001071243 \$25.00
ACCT# 0000011149 CLASS CODE 310
TRX# 0001071242 \$40.00

FIRST: That the Board of Directors of said corporation, by unanimous written consent of its members, filed with the minutes of the Board, adopted a resolution proposing and declaring advisable the following amendments to the Certificate of Incorporation of said corporation:

RESOLVED, that the Articles of Incorporation of Payco American Corporation shall be amended by changing Article I thereof so that, as amended, said Article shall be read in its entirety as follows:

The name of the corporation is "OSI Support Services, Inc."

RESOLVED FURTHER, that the Articles of Incorporation of Payco American Corporation, shall be amended by changing Article VIII thereof so that, as amended, said Article shall be and read in its entirety as follows:

The number of directors shall be such number as is fixed from time to time in the manner provided in the By-Laws.

SECOND: That in lieu of a meeting and vote of stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Section 180.0704 of the Business Corporation Law of the State of Wisconsin.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Section 180.1003 of the Business Corporation Law of the State of Wisconsin on June 18, 1999.

FOURTH: The effective date of the amendment herein certified shall be June 21, 1999.

Signed on June 18, 1999.



Timothy G. Beffa
President and Chief Executive Officer

This document was drafted by: David Daniels.

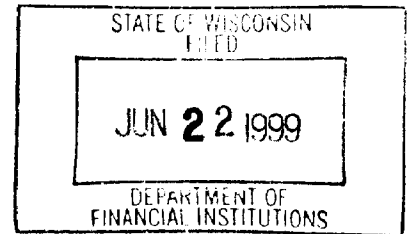
RECORDS SECTION
STATE OF WISCONSIN

99 JUN 21 PM 2:51

Articles of Amendment
Chapter 180

\$ 40.00 AP
\$ 25.00 Expedite

Changes corporate name - Art. 1
and restates director provisions - Art. 8



ATTN: TAMMY & DAWN
C T CORPORATION SYSTEM
44 E MIFFLIN ST
MADISON WI 53703

Third section altered to indicate correct date and method
of adoption; drafter added per Jon Miles, CT Rep,
Clayton MO.

TRADEMARK
REEL: 001968 FRAME: 0496

Form PTO-1594
1-31-92

U.S. Department of Commerce
Patent and Trademark Office

RECORDATION FORM COVER SHEET
TRADEMARKS ONLY

To the Honorable Commissioner of Patents and Trademarks.
Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Payco American Corporation

Individual(s) Association
 General Partnership Ltd. Partnership
 Corporation – State Wisconsin
 Other _____

Additional name(s) of conveying party(ies) attached? Yes No

2. Name and address of receiving party(ies):

OSI Support Services, Inc.
180 North Executive Drive
Brookfield, Wisconsin 53005

Individual(s) citizenship _____
 Association _____
 General Partnership _____
 Limited Partnership _____
 Corporation – State Wisconsin
 Other _____

If assignee is not domiciled in the United States, a domestic representative designation is attached:
 Yes No
(Designation must be a separate document from Assignment)
Additional name(s) and address(es) attached?
 Yes No

3. Nature of conveyance:

 Assignment Merger
 Security Agreement Change of Name
 Other _____

Execution Date: 6/18/99

4. Application number(s) or registration number(s):
A. Trademark Application No(s).

B. Trademark Registration No(s).

| | | | |
|-----------|-----------|-----------|-----------|
| 2,183,354 | 2,044,559 | 1,880,057 | 1,897,732 |
| 1,791,840 | 1,780,532 | 1,780,531 | 1,780,530 |
| 1,780,529 | 1,801,031 | 1,780,528 | 1,934,537 |
| 1,750,367 | 1,928,834 | 1,852,560 | 1,758,668 |
| 1,621,599 | 1,621,598 | 1,612,308 | 1,612,307 |
| 1,580,533 | 1,467,800 | 1,335,922 | |

Additional numbers attached? Yes No

5. Name and address of party to whom correspondence concerning document should be mailed:

Andrew S. McConnell
ANDRUS, SCEALES, STARKE & SAWALL, LLP
100 East Wisconsin Avenue, Suite 1100
Milwaukee, WI 53202

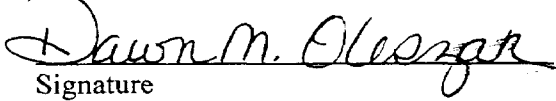
6. Total number of applications and registrations involved: 23

7. Total fee (37 CFR 3.41).....\$920.00
 Enclosed
 Authorized to charge to deposit account

8. Deposit account number: 01.2000
(Attach duplicate copy of this page if paying by deposit account)

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Dawn M. Oleszak  9-22-99
Name of person signing Signature Date

Total number of pages including cover sheet, attachments and document: 5

OMB No. 0651-0011 (exp. 4/94)