

RESTATED CERTIFICATE OF INCORPORATION OF

HOOPER HOLMES, INC.

Under Section 807
of the
Business Corporation Law

The undersigned, being the President and the Secretary of Hooper Holmes, Inc., pursuant to section 807 of the Business Corporation Law of the State of New York, do hereby restate, certify and set forth:

FIRST: The name of the corporation is HOOPER HOLMES, INC. The name under which the corporation was formed is THE HOOPER-HOLMES INFORMATION BUREAU.

SECOND: The certificate of incorporation of the corporation was filed by the Department of State on March 7, 1906.

THIRD: The certificate of incorporation as heretofore amended, is hereby further amended to effect the following amendments authorized by the Business Corporation Law, to wit:

1. To reclassify the Board of Directors.
2. To adjust the terms of office of the Board of Directors.

FOURTH: The text of the certificate of incorporation, as heretofore amended is hereby restated as further amended to read as herein set forth in full:

FIRST: The name of the corporation is HOOPER HOLMES, INC.

SECOND: The purposes for which it is formed are as follows: to perform and provide information services for other individuals, partnerships, associations, corporations, governmental bodies and agencies, or insurance companies and their agents, through inspections, investigations, surveys, interviews and other legal means of gathering or obtaining information, and preparing reports, summaries, and other documents, including consumer reports and investigative consumer reports, setting forth all or part of the information gathered or obtained; to obtain information from and perform paramedical examinations and related procedures on insurance applicants, at the request and direction of insurance companies, their agents, and other individuals, partnerships, associations, corporations or governmental bodies and agencies; to perform and provide nursing services, including home health care, staff relief, instructional courses, training, sitter services, and any other nursing related activities; to obtain and retain credit and credit related information on individuals, partnerships, associations, corporations, and through the use of data processing equipment, or any other type of equipment, or manually, store, utilize, process or furnish such information in various forms to the direct marketing industry and to other individuals, partnerships, associations, corporations, or governmental bodies and agencies; to gather and obtain information and report same to, and perform real property preservation and maintenance services for banks, mortgage companies, and other mortgage granting and lending institutions, including governmental bodies and agencies; to obtain public record information from various sources, including governmental bodies and agencies, and furnish such information to individuals, partnerships, associations, corporations, or governmental bodies and agencies; to do everything necessary, suitable, or proper for the accomplishment of any of these purposes or of any objective incidental to or connected with any of these purposes; and to engage in any lawful act or activity for which corporations may be organized under the New York Business Corporation Law; however, it is not formed to engage in any act or activity requiring the consent or approval of any state official, department, board, agency or other body without such consent or approval first being obtained.

THIRD: The office of the corporation is to be located in the City, County and State of New York.

FOURTH: The aggregate number of shares which the corporation shall have authority to issue is 10,000,000 shares, all of which shall be designated common shares with a par value of \$0.04 each.