



September 12, 2008

To whom it may concern,

Company: The Goodwill Group, Inc.
Representative: Shinichi Horii
Representative Director and President
(Code No. 4723 TSE 1st Section)
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Notice of Partial Amendment of Articles of Incorporation

This is to inform you that the Board of Directors, meeting on September 12, 2008, resolved to include a proposal on "Partial Amendment of the Articles of Incorporation" in the agenda for the Ordinary General Meeting of Shareholders for the 14th term scheduled to be convened on September 30, 2008. The details will be found below.

Details

1. Purposes in amending Articles of Incorporation

(1) Change of name

The new management team has formulated the "Revival Plan 2012," under which it is making a thorough review of the company's business structure, seeking to further strengthen and expand the core business of engineer referrals and to rebuild the base of operations so as to facilitate stable medium and long-term growth. In conjunction with this repositioning of the company, it is proposed to change the name to "RADIA HOLDINGS, INC." effective October 1.

The new name was finalized based on the results of voting by a wide range of domestic and international employees and clients. The "RADIA" in "RADIA HOLDINGS" is taken from the English word "radiant," and is an expression of our desire to be a corporate group that brings new energy and vitality to society and shines a light of certainty and reliability on the times.

(2) Deletion of provisions regarding fractional shares

With the move to electronic share certificates scheduled for January 2009, it has been resolved to eliminate the company's provisions for dealing with fractional shares. In conjunction with this, it is proposed to delete the wording regarding fractional shares and to make other necessary amendments.

(3) Increase in number of directorships

It is proposed to increase the number of directors in order to promote greater activity on the part of the Board of Directors and to strengthen and enhance our corporate governance.

2. Nature of amendments to Articles of Incorporation

The proposed amendments to the Articles of Incorporation are as shown in the attachment.

3. Effective date

October 1, 2008 (tentative)

End of document

Attachment

(Changes underlined.)

Current Articles of Incorporation	Proposed changes
<p>Article 1 (Name) The name of the company shall be "<u>The Goodwill Group, Inc.</u>"</p> <p>Article 2 to Article 9 (omitted)</p> <p>Article 10 (Stock handling provisions) The handling of shares <u>and fractional shares</u> of the company and all fees associated therewith shall be as set forth in the applicable laws and ordinances, these Articles of Incorporation and the stock handling provisions formulated by the Board of Directors.</p> <p>Article 11 to Article 16 (omitted)</p> <p>Article 17 (Members) The company shall have up to <u>6 (six)</u> directors.</p> <p>Article 18 to Article 40 (omitted) Addenda</p> <p>Article 1 (Handling of fractional shares) <u>The company shall appoint a registrar for changes of title to fractional shares.</u></p> <p><u>2. The creation, and maintenance of the fractional share registry of the company and all other administration of the fractional share registry of the company shall be commissioned to a title registrar and shall not be performed by the company.</u></p> <p>(New)</p>	<p>Article 1 (Name) The name of the company shall be "<u>RADIA HOLDINGS, INC.</u>"</p> <p>Article 2 to Article 9 (as current)</p> <p>Article 10 (Stock handling provisions) The handling of shares of the company and all fees associated therewith shall be as set forth in the applicable laws and ordinances, these Articles of Incorporation and the stock handling provisions formulated by the Board of Directors.</p> <p>Article 11 to Article 16 (as current)</p> <p>Article 17 (Members) The company shall have up to <u>7 (seven)</u> directors.</p> <p>Article 18 to Article 40 (as current) Addenda</p> <p>Article 1 (Handling of fractional shares) <u>Fractional shares (fractions of less than one share) shall not be noted or recorded as fractional shares in the fractional share registry.</u></p> <p><u>Article 2 (Effective date)</u> <u>The amendments to Article 1 (Name), Article 10 (Stock handling provisions) and Addenda Article 1 (Handling of fractional shares) shall take effect on October 1, 2008.</u></p> <p><u>2. After the effective date pursuant to the preceding paragraph, Article 1 of the Addenda and this article shall be deleted.</u></p>