

522600

Amendment  
Filed 9-28-93  
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5pgs.

CORPORATION  
INFORMATION  
SERVICES, INC.  
1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
FAX 904-222-0393



522600

ACCOUNT NO. : 072100000032

REFERENCE : 276627 81611A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : September 28, 1993

ORDER TIME : 9:38 AM

ORDER NO. : 276627

CUSTOMER NO: 81611A

CUSTOMER: Stephen Hall, Esq.  
Stephen W. Hall, P. A.  
Suite E  
1520 Tenth Avenue North  
Lakevorth, FL 33460

000000751290  
09/28/93-01051-002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

*Amended*

DOMESTIC AMENDMENT FILING

NAME: VERTEX, INC.

FILED  
1993 SEP 28 PM 4:08  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

XX ARTICLES OF AMENDMENT  
XX RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

\_\_\_ CERTIFIED COPY  
XX PLAIN STAMPED COPY  
\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah A. Schroder  
EXAMINER'S INITIALS: *DA*

CSG networks

ARTICLES OF AMENDMENT  
TO  
SECOND AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
VERTEX, INC.

Article IV of the second amended and restated articles of incorporation of Vertex, Inc. was amended by the unanimous consent of the board of directors and all shareholders of the corporation on September 24, 1993. The corporation is filing these articles of amendment pursuant to F.S. 607.0602.

1. The name of the corporation is Vertex, Inc.
2. Article IV of the and second amended and restated articles of incorporation of Vertex, Inc. is amended to read as follows:

Article IV - Capital Stock

The corporation is authorized to issue One Hundred Thousand (100,000) shares, common stock with a one cent (.01) per share par value. Holders of common stock shall have one vote per share.

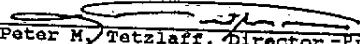
The Corporation is authorized to issue Two Thousand (2,000) shares of Preferred Stock. The board of directors is authorized to provide for the issuance of such Preferred Stock. The Preferred Stock shall have a par value of \$100.00 per share and shall pay a dividend of 7% per annum, payable quarterly, which shall be cumulative and payable before any dividends shall be paid on the Corporation's Common Stock. The Preferred Stock shall be callable at any time at the option of the corporation at par. The Preferred Stock shall have no voting rights. In the event of dissolution, Preferred Stock shall be paid in full before any payments to holders of common stock.

All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the board of directors at a meeting called for that purpose. Property, but not labor or services, may be purchase or paid for with the capital stock at a just valuation to be fixed by the board of directors at a meeting called for that purpose.

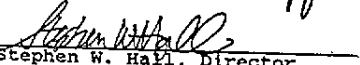
3. The foregoing amendment to articles of incorporation was

duly adopted by the board of directors and the unanimous consent of the shareholders on September 24, 1993.

In witness whereof, the undersigned directors of the corporation have executed these articles of incorporation on September 24, 1993.

  
Peter M. Tetzlaff, Director-President

  
Roberta P. Tetzlaff, Director

  
Stephen W. Hall, Director

UNANIMOUS CONSENT OF DIRECTORS AND SHAREHOLDERS  
IN LIEU OF SPECIAL MEETING OF VERTEX, INC.

The undersigned, being all of the directors and shareholders of Vertex, Inc., a Florida Corporation, do hereby waive all notice and hereby consent to the amendment of the Second Amended and Restated Articles of Corporation of Vertex, Inc., as follows:

Article IV of the Second Amended and Restated Articles of Incorporation shall be amended to read:

Article IV - Capital Stock

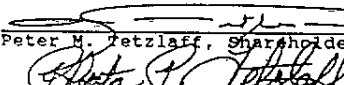
The corporation is authorized to issue One Hundred Thousand (100,000) shares, common stock with a one cent (.01) per share par value. Holders of common stock shall have one vote per share.

The Corporation is authorized to issue Two Thousand (2,000) shares of Preferred Stock. The board of directors is authorized to provide for the issuance of such Preferred Stock. The Preferred Stock shall have a par value of \$100.00 per share and shall pay a dividend of 7% per annum, payable quarterly, which shall be cumulative and payable before any dividends shall be paid on the Corporation's Common Stock. The Preferred Stock shall be callable at any time at the option of the corporation at par. The Preferred Stock shall have no voting rights. In the event of dissolution, Preferred Stock shall be paid in full before any payments to holders of common stock.


All of said stock shall be payable in cash, patents, stock, notes, accounts, claims, real estate or other property at a just valuation to be fixed by the board of directors at a meeting called for that purpose. Property, but not labor or services, may be purchase or paid for with the capital stock at a just valuation to be fixed by the board of directors at a meeting called for that purpose.

Furthermore, the President of Vertex, Inc. shall cause the above amendment to be filed with the Florida Secretary of State.

Dated this 24 day of September, 1993.

  
Peter M. Tetzlaff, Shareholder, Director

  
Robert P. Tetzlaff, Shareholder, Director

  
Stephen W. Hall, Director

  
Ronald E. Lees, Shareholder