

700000001825

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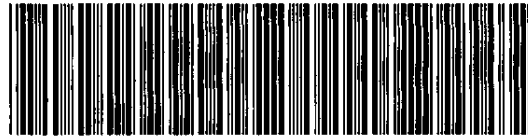
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10 SEP 14 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FFNC 9/14/10

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** CODA Financials, Inc.  
Name of Corporation

**DOCUMENT NUMBER:** F00000001825

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Carol Larson

Name of Contact Person

UNIT4 CODA, Inc.

Firm/Company

1000 Elm Street, Suite 801

Address

Manchester, NH 03101

City/State and Zip Code

carol.larson@unit4.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Carol Larson

Name of Contact Person

at ( 603 )

471-1730

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount:



\$35.00 Filing Fee



\$43.75 Filing Fee &  
Certificate of Status



\$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)



\$52.50 Filing Fee,  
Certificate of Status &  
Certified Copy  
(Additional copy is  
enclosed)

**Mailing Address:**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address:**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**PROFIT CORPORATION**  
**APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO**  
**APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA**

(Pursuant to s. 607.1504, F.S.)

**SECTION I**  
**(1-3 MUST BE COMPLETED)**

F00000001825

(Document number of corporation (if known))

FILED  
10 SEP 14 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1. CODA Financials, Inc.  
(Name of corporation as it appears on the records of the Department of State)
2. Delaware 3. 3/31/2000  
(Incorporated under laws of) (Date authorized to do business in Florida)

**SECTION II**  
**(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)**

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? April 15, 2010

5. UNIT4 CODA, Inc.  
(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

N/A

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

N/A

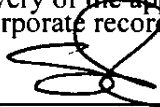
(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

N/A

(New jurisdiction)

8. Attached is a certificate or document of similar import, evidencing the amendment, authenticated not more than 90 days prior to delivery of the application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated.

  
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Steven J. Pugh

(Typed or printed name of person signing)

CEO

(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "CODA FINANCIALS, INC.", CHANGING ITS NAME FROM "CODA FINANCIALS, INC." TO "UNIT4 CODA, INC.", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF APRIL, A.D. 2010, AT 5 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.

3201205 8100

100384627

You may verify this certificate online  
at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)



  
Jeffrey W. Bullock, Secretary of State  
AUTHENTICATION: 7933352

DATE: 04-15-10

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 05:06 PM 04/14/2010  
FILED 05:00 PM 04/14/2010  
SRV 100384627 - 3201205 FILE

**STATE OF DELAWARE  
CERTIFICATE OF AMENDMENT  
OF CERTIFICATE OF INCORPORATION  
OF**

**CODA FINANCIALS, INC.**

CODA Financials, Inc., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware (the "Corporation") does hereby certify:

**FIRST:** That at a meeting, or by unanimous written consent of the Board of Directors of the Corporation, resolutions were duly adopted setting forth a proposed amendment of the Certificate of Incorporation of the Corporation, declaring said amendment to be advisable and calling a meeting, or seeking written consent of, the stockholders of the Corporation for consideration thereof. The resolution setting forth the proposed amendment is as follows:

**RESOLVED,** that the Certificate of Incorporation of the Corporation be amended by changing the Article FIRST so that, as amended, said Article shall be and read as follows:

**FIRST:** The name of this Corporation is: UNIT4 CODA, Inc.

**SECOND:** That thereafter, pursuant to resolution of its Board of Directors, a special meeting of the stockholders of the Corporation was duly called and held upon notice in accordance with Section 222 of the General Corporation Law of the State of Delaware at which meeting the necessary number of shares as required by statute were voted in favor of the amendment or, in accordance with Section 228 of the General Corporation Law of the State of Delaware, the stockholders holding the number of shares as required by statute approved the amendment in the form of a written consent.

**THIRD:** That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

**[REMAINDER OF PAGE INTENTIONALLY LEFT BLANK]**

IN WITNESS WHEREOF, the Corporation has caused this certificate to be signed this  
14<sup>th</sup> day of April, 2010.

CODA FINANCIALS, INC.

By:   
Steve Pugh, Vice President