

FDS000000153

Florida Department of State
Division of Corporations
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(((H06000060264 3)))

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Account Name : CORPORATION SERVICE COMPANY
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RESUBMIT
Please give original
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COR AMND/RESTATE/CORRECT OR O/D RESIGN

PROFIT CENTER SOFTWARE INC.

Certificate of Status	0
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Page Count	<i>056</i>
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
06 MAR - 7 AM 6:42

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Corporate Filing Menu

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PS
3/8/06*



March 7, 2006

FLORIDA DEPARTMENT OF STATE
Division of Corporations

PROFIT CENTER SOFTWARE INC.
11 HARBOR PARK DRIVE
PORT WASHINGTON, NY 11050

SUBJECT: PROFIT CENTER SOFTWARE INC.
REF: F05000000153

RESUBMIT

Please give original
submission date as file date.

3/7

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please improve the quality of the document before refaxing. Also, please include the period after the new corporate name.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6957.

Pamela Smith
Document Specialist

FAX Aud. #: H06000060264
Letter Number: 506A00015857

RECEIVED
06 MAR -8 AM 8:00
DIVISION OF CORPORATIONS

H06000060264 3

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)

F05000000153
(Document number of corporation (if known))

FILED STATE
DIVISION OF CORPORATIONS
06 MAR - 7 AM 8:43

1. PROFIT CENTER SOFTWARE INC.
(Name of corporation as it appears on the records of the Department of State)

2. NEW YORK (Incorporated under laws of) 3. 1/10/2005 (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? _____

5. PROFITCENTER SOFTWARE 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)


(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.

(New duration)

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

(New jurisdiction)



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

CURT RUSH
(Typed or printed name of person signing)

SECRETARY
(Title of person signing)

H06000060264 3

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State of New York }
Department of State } ss:

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on

March 06, 2006



A handwritten signature in black ink, appearing to be "D. J. ...", is written over the printed title.

Special Deputy Secretary of State

H0600060264 3

CSC 45.
DRAW DOWN

F060303000 468

New York State
Department of State
Division of Corporations, State Records
and Uniform Commercial Code
41 State Street
Albany, NY 12231
www.dos.state.ny.us

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

Profit Center Software Inc.
(Insert Name of Domestic Corporation)

Under Section 805 of the Business Corporation Law

FIRST: The name of the corporation is: Profit Center Software Inc.

If the name of the corporation has been changed, the name under which it was formed is:

SECOND: The date of filing of the certificate of incorporation with the Department of State is:
September 22, 2003

THIRD: The amendment effected by this certificate of amendment is as follows: (Set forth each amendment in a separate paragraph providing the subject matter and full text of each amended paragraph. For example, an amendment changing the name of the corporation would read as follows: Paragraph First of the Certificate of Incorporation relating to the corporation name is hereby amended to read as follows: First: The name of the corporation is .. (new name) ..)

Paragraph FIRST of the Certificate of Incorporation relating to the corporation name

is hereby amended to read in its entirety as follows:

The name of the corporation is ProfitCenter Software Inc.

F 060303000668

FOURTH: The certificate of amendment was authorized by: *(Check the appropriate box)*

- The vote of the board of directors followed by a vote of a majority of all outstanding shares entitled to vote thereon at a meeting of shareholders.
- The vote of the board of directors followed by the unanimous written consent of the holders of all outstanding shares.

(Handwritten signature/initials)

Secretary *Curt Rush.*
(State and Capacity of Signer)

(Signature)

CSC 45
DRAW DOWN

ICC

CERTIFICATE OF AMENDMENT
OF THE
CERTIFICATE OF INCORPORATION
OF

Profit Center Software Inc.
(Insert Name of Domestic Corporation)

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED MAR 03 2006

TAXS. 0

BY: LB

NASS

Under Section 805 of the Business Corporation Law

Filer's Name *Systemax, Inc.*
 Address *11 Harbor Park Drive*
 City, State and Zip Code *Port Washington, NY 11050*
Cost Ref 898657MPS

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2006 MAR -3 PM 12:33

2006 MAR -3 AM 11:08

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(Handwritten mark)

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