Division of Corporations

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### Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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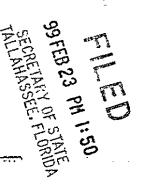
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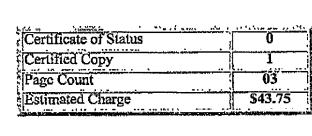
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### **BASIC AMENDMENT**

FLASH COMM, INC.



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### 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)

l.	FLASH COMM, INC.			
	Name of corporation as it ar	pears on the	records of the Department of State.	
2,	DELAWARE	3	November 4, 1994	
	Incorporated under laws fo		Date authorized to do busines in Florida	
		ECTION :		
	(4-7 COMPLETE ONL)	Y THE API	PLICABLE CHANGES)	
4,			oration, when was the change effected n? February 22, 1999	
	under the laws of its jurisdiction of in	ncorporation	ny tebudaly 22, 1999	
5.		TERION,		
	Name of corporation after the amendment, as appropriate abbreviation, if not contained in	dding suffix "e new name of t	corporation" "companyy" or "incorporated," or the corporation.	-
б.	If the amendment changes the period	of duration	, indicate new period of duration.	
		N/A	7A SF	
		New Duratio	m GR H	į
7.	If the amendment changes the jurisdi	ction of inc	corporation, indicate new jurisdiction 2	*
		N/A	P T	Sec.
	N N	lew Jurisdicti		7
	Signature	<u>.                                    </u>	3-18-99 PE 55	
	O digitatule		Date	
	John C. Riener		President	
	Typed or Printed Name		Title	

John G. Igoe Florida Bar No. 396184 Edwards & Angell LLP 250 Royal Palm Way, Ste. 300 Palm Beach FL 33480 561-833-7700

H99000004395 2

### State of Delaware

### Office of the Secretary of State PAGE 1

I, EDWARD J. FREEL, 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 "FLASH COMM, INC.", CHANGING ITS NAME FROM "FLASH COMM, INC." TO "TERION, INC.", FILED IN THIS OFFICE ON THE TWENTY-SECOND DAY OF FEBRUARY, A.D. 1999, AT 9 O'CLOCK A.M.

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

Edward J. Freel, Secretary of State

AUTHENTICATION:

9589255

DATE:

02-22-99

2436344 8100

991067592

STATE OF DELAWARE SECRETARY OF STATE DIVISION OF CORPORATIONS FILED 09:00 AM 02/22/1999 991067592 — 2436344

## STATE OF DELAWARE CERTIFICATE OF AMENDMENT OF RESTATED CERTIFICATE OF INCORPORATION OF FLASH COMM, INC.

Flash Comm, 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 a resolution setting forth a proposed amendment of the Restated Certificate of Incorporation of the Corporation was duly adopted by the Board of Directors of the Corporation at a meeting of the Board of Directors, at which meeting the Directors declared the amendment to be advisable and recommended the amendment for consideration by the stockholders of the Corporation. The resolution setting forth the proposed amendment is as follows:

RESOLVED:

That Article 1 of the Restated Certificate of Incorporation be amended, effective upon filing with the Secretary of the State of Delaware, to read "The name of the corporation is Terion, Inc."

SECOND: That the holders of a majority of the stock of the Corporation entitled to vote have consented to and authorized the amendment by written consent given in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

THIRD: That the amendment was duly adopted in accordance with the provisions of Sections 242 and 228 of the General Corporation Law of the State of Delaware.

I, THE UNDERSIGNED, being the President of the Corporation, hereby declare and certify that this is my act and deed and the facts herein stated are true, and accordingly, I have executed this Certificate of Amendment of Restated Certificate of Incorporation the <u>18th</u> day of <u>February</u>, 1999.

FLASH COMM, INC

John C. Ricner, President