

F96000000401

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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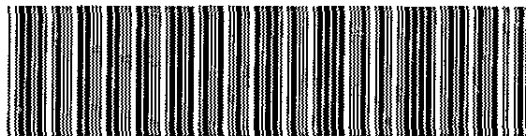
(Business Entity Name)

(Document Number)

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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** ECLIPSYS CORPORATION  
(Name of Corporation)

**DOCUMENT NUMBER:** F96000000401

The enclosed Statement of Change of Registered Office/Agent and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Sophy Keo  
(Name of Contact Person)

Charles Baclet and Associates, Inc.  
(Firm/Company)

2030 Main Street, Suite 1030  
(Address)

Irvine, CA 92614  
(City/State and Zip Code)

For further information concerning this matter, please call:

Sophy Keo at ( 800 ) 562-6439  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a \$35.00 check made payable to the Department of State.

**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



CHARLES BACLET  
AND  
ASSOCIATES, INC.



NATIONAL  
REGISTERED  
AGENTS, INC.

September 8, 2006

Via First Class Mail

Division of Corporations  
Florida Department of State  
P. O. Box 6327  
Tallahassee FL 32314

**RE: Eclipsys Corporation  
Eclipsys Solutions Corp.  
Eclipsys International Corp.**

Dear Sir/Madam:

Enclosed for filing, please find the appropriate documents required by your state for changing the registered agent to National Registered Agents, Inc. Also, please find the appropriate checks to cover your filing fees.

Please process as soon as possible and return a filed stamped copy of each in the enclosed self-addressed stamped envelopes.

If you have any questions or if I can help you in any way possible, please call.

Very truly yours,

**CHARLES BACLET AND ASSOCIATES, INC.**

Sophy Keo

Enclosures

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, this statement of change is submitted for a corporation organized under the laws of the State of Delaware in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation: ECLIPSYS CORPORATION

2. The principal office address: 1750 Clint Moore Road, Boca Raton, FL 33487

3. The mailing address (if different): \_\_\_\_\_

4. Date of incorporation/qualification: 1/24/1996 Document number: F96000000401

5. The name and street address of the current registered agent and registered office on file with the Florida Department of State:

CT Corporation System  
1200 South Pine Island Road  
Plantation, FL 33324

6. The name and street address of the new registered agent (if changed) and /or registered office (if changed):

NRAI Services, Inc.  
2731 Executive Park Drive, Suite 4  
(P.O. Box NOT acceptable)  
Weston, FL 33331

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TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board, or the corporation has been notified in writing of the change.

Paul Hagan  
(Signature of an officer or director)

Paul J. Hagan, Assistant Secretary  
(Printed or typed name and title)

*I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent. Or, if this document is being filed merely to reflect a change in the registered office address, I hereby confirm that the corporation has been notified in writing of this change.*

Paul Hagan  
(Signature of Registered Agent)

9/8/2006  
(Date)

If signing on behalf of an entity:

Paul J. Hagan, Assistant Secretary  
(Typed or Printed Name)

\*\*\* FILING FEE: \$35.00 \*\*\*

STATE OF California)  
COUNTY OF Orange)

LIMITED POWER OF ATTORNEY

NOTICE IS HEREBY GIVEN THAT Brian W. Copple - Chief Legal Officer, General Counsel and Corporate Secretary of Eclipsys Corporation (the "Company"), a corporation established under the laws of Delaware, and of each of the subsidiary entities shown on Appendix A attached hereto, does hereby appoint Louie Tamantini and Paul J. Hagan attorneys-in-fact for the Company and for the subsidiary entities, to act for the Company and for the subsidiary entities and in the name of the Company and of the subsidiary entities for the limited purposes authorized herein.

The Company and the subsidiary entities having taken all necessary steps to authorize the changes and the establishment of this Limited Power of Attorney, hereby grants its attorneys-in-fact the power to execute the documents necessary to change the Company's and the subsidiary entities' registered agent and registered office, or the agent and office of similar import, in any jurisdiction, to the National Registered Agents, Inc.

In the execution of any documents necessary for the purposes set forth herein, Louie Tamintini shall exercise the power of Vice President and Paul J. Hagan shall exercise the power of Assistant Secretary, or, in the case of entities having managers or other positions of authority rather than officers such as Vice President or Assistant Secretary, the named individuals shall act in such office and with such authority as is required to effect the changes herein contemplated.

This Limited Power of Attorney expires upon the completion and filing of the documents necessary to effect the changes in registered agent and registered office addresses contemplated herein, or when revoked by Brian W. Copple, which ever shall occur first.

IN WITNESS WHEREOF the undersigned has executed this Limited Power of Attorney on September 7, 2006.

Eclipsys Corporation

BY: Brian W. Copple  
Brian W. Copple

Subscribed and sworn to before me on September 7<sup>th</sup>, 2006.



Vincent John Landstrom  
Notary Public

CALIFORNIA ALL-PURPOSE ACKNOWLEDGMENT

STATE OF CALIFORNIA }  
COUNTY OF Orange } SS

On 9-7-06 before me, VINCENT JOHN LANDSTROM (NOTARY PUBLIC)

personally appeared BRIAN W. COPPIE

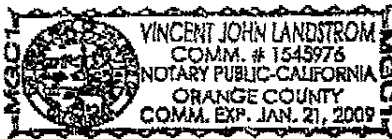
personally known to me

NAME(S) OF SIGNER(S)

~~OR - proved to me on the basis of satisfactory evidence to be the~~  
person(s) whose name(s) ~~is/are~~ subscribed to the within instrument and  
acknowledged to me that ~~it/she/they~~ executed the same in  
~~his/her/their~~ authorized capacity(ies), and that by ~~his/her/their~~  
signature(s) on the instrument the person(s), or the entity upon behalf of  
which the person(s) acted, executed the instrument.

WITNESS my hand and official seal

*[Signature]*  
SIGNATURE OF NOTARY



OPTIONAL

Though the data below is not required by law, it may prove valuable to persons relying on the document and could prevent fraudulent reattachment of this form.

CAPACITY CLAIMED BY SIGNER

INDIVIDUAL  
CORPORATE OFFICER

TITLE(S)

- PARTNER(S)
- LIMITED or GENERAL
- ATTORNEY-IN-FACT
- TRUSTEE(S)
- GUARDIAN/CONSERVATOR
- OTHER:

DESCRIPTION OF ATTACHED DOCUMENT

LIMITED POWER OF ATTORNEY  
TITLE OR TYPE OF DOCUMENT

NUMBER OF PAGES

DATE OF DOCUMENT

SIGNER IS REPRESENTING:  
NAME OF PERSON(S) OR ENTITY(IES)

SIGNER(S) OTHER THAN NAMED ABOVE

**Appendix A**

**Eclipsys Corporation & Subsidiaries**

U.S. Companies

CPM Resource Center, Inc.  
Eclipsys Corporation  
Eclipsys International Corp.  
Eclipsys LIS Holdings LLC  
Eclipsys Solutions Corp.  
Eclipsys Technologies Corporation  
Hvision, Inc.

Canadian Companies

4114213 Canada, Inc.  
Eclipsys Canada Corporation  
Eclipsys RIS Canada, Inc.  
Hvc Holdings Canada, Ltd.