F97000000260

BDA&K BUSINESS SERVICES, INC.

5220 Spring Valley Road Suite 600 Dallas, Texas 75240 (972) 702-8288 (972) 387-1490 Fax bdak@bdakllp.com

March 8, 2001

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

500003831205--9 -03/12/01--01120--030 ******35.00 ******35.00

RE:

InterVoice-Brite, Inc. FEIN: 75-1927578

17811 Waterview Parkway

Dallas, Texas 75252

Ladies and Gentlemen:

At the request of the above referenced taxpayer, we are submitting the Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida.

If you have any questions, please contact me at (972) 702-8288 extension 147.

Very truly yours,

BDA&K BUSINESS SERVICES, INC.

By

Jane C. Burroughs

1 MAR 12 AM II: 4
ECRETARY OF STATE
LLANASSEE ELOBO

Enclosures

NC

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) INTERVOICE, INC. Name of corporation as it appears on the records of the Department of State. TEXAS Incorporated under laws of 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? 08/18/1999 INTERVOICE-BRITE, 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. 6. If the amendment changes the period of duration, indicate new period of duration. 7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction. New Jurisdiction ROB-ROY J. GRAHAM

Typed or printed name



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF AMENDMENT OF

INTERVOICE-BRITE, INC. FORMERLY INTERVOICE, INC.

The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Amendment for the above named entity have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Amendment.

Dated:

August 18, 1999

Effective:

August 18, 1999



Elton Bomer Secretary of State DLU

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF INTERVOICE, INC.

FILED in the Office of the Secretary of State of Texas

AUG 1 8 1999

Corporations Section

Pursuant to the provisions of Article 4.04 of the Texas Business Corporation Act, the undersigned corporation hereby adopts the following Articles of Amendment to its Articles of Incorporation.

ARTICLE I

The name of the corporation is INTERVOICE, INC.

ARTICLE II

Article One of the Articles of Incorporation is hereby amended to read in its entirety as follows:

"ARTICLE ONE NAME

The name of the corporation is InterVoice-Brite, Inc. (the "Corporation")."

ARTICLE III

The amendment was adopted by the shareholders of the corporation as of August 17, 1999.

ARTICLE IV

The number of shares of common stock, no par value per share ("Common Stock") of the Corporation outstanding, and the numbers of shares entitled to vote on the amendment, is 28,699,109.

ARTICLE V

The number of shares of Common Stock voted for such amendment was 27,196,719 The number of shares of Common Stock voted against such amendment was 80,783.

IN WITNESS WHEREOF, the corporation has executed these Articles of Amendment as of the 17th day of August, 1999.

INTERVOICE-BRITE, INC.

Dean C. Howell

Vice President and Corporate Counsel