

F9700000797

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

(Document Number)

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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2006 NOV 27 AM 11:08

BS 11/28/06  
WZ



November 17, 2006

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

Re: Application for Amended Certificate of Authority for Emdeon Practice  
Services, Inc. (ID F97000000797)

Dear Sir/Madam:

Please find enclosed for filing the Application for Amended Certificate of Authority changing the name of Emdeon Practice Services, Inc. to Sage Software Healthcare, Inc. I have included check # 317769 in the amount of \$43.75 which represents the filing fee and certified copy fee. Thank you for your assistance in this matter. Please feel free to contact me directly at 949-450-3886 should you have any questions or concerns.

Very truly yours,

Mike Pham,  
Corporate Paralegal

cc: Tim Kelsch

## COVER LETTER

**TO:** Amendment Section  
Division of Corporations

**SUBJECT:** Emdeon Practice Services, Inc.  
(Name of Corporation)

**DOCUMENT NUMBER:** F97000000797

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Mike Pham

(Name of Contact Person)

Sage Software, Inc.

(Firm/Company)

56 Technology Drive

(Address)

Irvine, CA 92618

(City/State and Zip Code)

For further information concerning this matter, please call:

Mike Pham

(Name of Contact Person)

at ( 949 ) 450-3886

(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)**

F97000000797

(Document number of corporation (if known))

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
2006 NOV 27 AM 11:08

1. Emdeon Practice Services, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Delaware

(Incorporated under laws of)

3. February 13, 1997

(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? 11/1/06

5. Sage Software Healthcare, 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)

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

Jeanne Walters

(Typed or printed name of person signing)

SVP Finance & Assistant Secretary

(Title of person signing)

# Delaware

PAGE 1

*The First State*

I, HARRIET SMITH WINDSOR, 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 "EMDEON PRACTICE SERVICES, INC.", CHANGING ITS NAME FROM "EMDEON PRACTICE SERVICES, INC." TO "SAGE SOFTWARE HEALTHCARE, INC.", FILED IN THIS OFFICE ON THE FIRST DAY OF NOVEMBER, A.D. 2006, AT 11 O'CLOCK A.M.

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

AND I DO HEREBY FURTHER CERTIFY THAT THE EFFECTIVE DATE OF THE AFORESAID CERTIFICATE OF AMENDMENT IS THE SIXTH DAY OF NOVEMBER, A.D. 2006.



2639856 8100

061002699

*Harriet Smith Windsor*

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 5173436

DATE: 11-06-06

State of Delaware  
Secretary of State  
Division of Corporations  
Delivered 11:00 AM 11/01/2006  
FILED 11:00 AM 11/01/2006  
SRV 061002699 - 2639856 FILE

**CERTIFICATE OF AMENDMENT  
OF  
AMENDED AND RESTATED  
CERTIFICATE OF INCORPORATION  
OF  
EMDEON PRACTICE SERVICES, INC.**

Emdeon Practice Services, 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 the Board of Directors of the Corporation adopted a resolution by the unanimous written consent of its members, filed with the minutes of the Corporation, proposing and declaring advisable the following amendment to the Corporation's Amended and Restated Certificate of Incorporation:

RESOLVED, that Article I of the Corporation's Amended and Restated Certificate of Incorporation shall be amended in its entirety to read as follows:

**ARTICLE I**

The name of the corporation is Sage Software Healthcare, Inc. (the "Corporation").

SECOND: That the sole stockholder has given written consent to said amendment in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

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

FOURTH: The Certificate of Amendment shall be effective as of November 6, 2006.

IN WITNESS WHEREOF, Emdeon Practice Services, Inc. has caused this certificate to be signed by Jeanne Walters, its Senior Vice President Finance and Assistant Secretary, this 31<sup>st</sup> day of October, 2006.

Emdeon Practice Services, Inc.

By:



Jeanne Walters

Senior Vice President Finance & Assistant Secretary