

F98000004641
VISIONAIR™

August 17, 2000

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

To Whom It May Concern:

Please find enclosed the required documents and fee for an amended application. I am asking that written confirmation be mailed to my attention of the name change in this state. If there are any questions I can be reached at (910) 602-5159. Thank you for your time and cooperation.

Sincerely,

Lisa M. Nelson

Lisa M. Nelson
Accounting Assistant
VisionAIR (formerly Vision Software, Inc.)

300003371839--7
-08/24/00--01064--003
*****35.00 *****35.00

FILED
00 SEP 20 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NIC changed

S. PAYNE SEP 26 2000



June 5, 2000

Secretary of State
P O Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

Please be advised that the former Vision Software, Inc., a North Carolina corporation duly formed and registered with the Secretary of State of North Carolina, has amended its Articles of Incorporation and is now conducting business under the name VisionAIR, Inc.

[See attached Certification of Articles of Amendment]

If your state requires additional notice, please mail such required form(s) to:

E.M. Williams, Corporate Counsel, P.O. Box 9000, Castle Hayne, NC 28429

Sincerely,

A handwritten signature in dark ink, appearing to read "Eric M. Williams". The signature is fluid and cursive, with a prominent "E" and "W".

Eric M. Williams

VisionAIR Corp. Counsel



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

September 7, 2000

ERIC M. WILLIAMS, CORPORATE COUNSEL
VISIONAIR CORP.
P. O. BOX 9000
CASTLE HAYNE, NC 28429

SUBJECT: VSI VISION SOFTWARE, INC.
Ref. Number: F98000004641

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 700A00047466



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

September 8, 2000

VSI VISION SOFTWARE, INC.
ATTN: LISA M. NELSON
P.O. BOX 9000
CASTLE HAYNE, NC 28429

SUBJECT: VSI VISION SOFTWARE, INC.
Ref. Number: F98000004641

We have received your document for VSI VISION SOFTWARE, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please include an original certificate evidencing the name change from VSI VISION SOFTWARE, INC., to VISIONAIRE, INC.

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) 487-6957.

Doug Spitler
Document Specialist

Letter Number: 100A00047563

RECEIVED
09 SEP 20 AM 8:48
DIVISION OF CORPORATIONS



September 13, 2000

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

Ref. Number: F98000004641

Dear Ms. Thelma Lewis:

Enclosed is an original certificate stating the name change in our home state of North Carolina as required. The application and \$35.00 filing fee were submitted/mailed on August 21, 2000. If any additional information is needed please contact me at (910) 602-5159. Thank you for your help in this matter.

Sincerely,

Lisa M. Nelson
Accounting Assistant
VisionAIR, Inc. (formerly Vision Software, Inc.)

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)

1. Vision Software, Inc.
Name of corporation as it appears on the records of the Department of State.
2. North Carolina 3. 8/13/98
Incorporated under laws of 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? May 8, 2000, July 11, 2000
5. VisionAIR, 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.
N/A
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
N/A
New Jurisdiction

FILED
00 SEP 20 PM 2:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Timothy Nichols
Signature

8/3/00
Date

Timothy Nichols
Typed or printed name

CFO
Title

STATE OF NORTH CAROLINA



Department of The
Secretary of State

CERTIFICATE OF EXISTENCE

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina,
do hereby certify that

VISION SOFTWARE, INC.
WHICH CHANGED ITS NAME TO:
VISIONAIR, INC.

is a corporation duly incorporated under the laws of the State of North Carolina,
having been incorporated on the 11th day of January, 1991, with its period of duration
being Perpetual.

I **FURTHER** certify that, as of the date set forth hereunder, the said
corporation's articles of incorporation are not suspended for failure to comply with the
Revenue Act of the State of North Carolina; that the said corporation is not
administratively dissolved for failure to comply with the provisions of the North
Carolina Business Corporation Act; that its most recent annual report required by
N.C.G.S. 55-16-22 **has been** delivered to the Secretary of State; and that the said
corporation has not filed articles of dissolution as of the date of this certificate.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 12th day of September,

Elaine F. Marshall

Secretary of State

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT

OF

VISION SOFTWARE, INC.

WHICH CHANGED ITS NAME TO:

VISIONAIR, INC.

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto set my
hand and affixed my official seal at the City of Raleigh,
this 28th day of August, 2000.

Elaine F. Marshall

Secretary of State

20 129 9010

AMENDMENT OF ARTICLES OF INCORPORATION
OF
VISION SOFTWARE, INC.

SOSID: 0281339
Date Filed: 5/8/2000 9:20 AM
Elaine F. Marshall
North Carolina Secretary of State

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

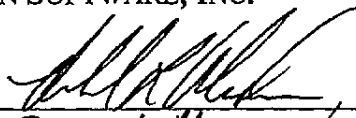
1. The name of the corporation is Vision Software, Inc.
2. The following amendment to the Articles of Incorporation was adopted by unanimous written consent of the Board of Directors and shareholders on April 27, 2000 as required under the North Carolina Business Corporation Act:
 - a. The Articles of Incorporation of Vision Software, Inc. are hereby amended by striking Article I in its entirety and replacing it with the following:

Article I: The corporate name of the corporation is VisionAir, Inc.(the "Corporation").
3. These articles will be effective upon filing.

This the 4th day of May 2000.

VISION SOFTWARE, INC.

By:

, SECRETARY
RICHARD L. MASON

STATE OF NORTH CAROLINA



Department of The
Secretary of State

To all whom these presents shall come, Greetings:

I, **ELAINE F. MARSHALL**, Secretary of State of the State of North Carolina, do hereby certify the following and hereto attached to be a true copy of

ARTICLES OF AMENDMENT
OF
VISIONAIR, INC.

the original of which is now on file and a matter of record in this office.



IN WITNESS WHEREOF, I have hereunto
set my hand and affixed my official seal at the
City of Raleigh, this 4th day of August, 2000.

Elaine F. Marshall

Secretary of State

0 1.93 9051

SOSID: 0281339

Date Filed: 7/11/2000 10:04 AM

Elaine F. Marshall

North Carolina Secretary of State

**AMENDMENT OF ARTICLES OF INCORPORATION
OF
VISIONAIR, INC.**

Pursuant to §55-10-06 of the General Statutes of North Carolina, the undersigned corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

1. The name of the corporation is VisionAir, Inc.
2. The following amendment to the Articles of Incorporation was adopted by unanimous vote of the Board of Directors and shareholders on the 27th day of April 2000 as required under the North Carolina Business Corporation Act:
 - a. The Articles of Incorporation of VisionAir, Inc. are hereby amended by striking Article I in its entirety and replacing it with the following:

Article I: The corporate name of the corporation is VisionAIR, Inc. (the "Corporation").
3. These articles will be effective upon filing.

This the 7th day of July 2000.

VISIONAIR, INC.

By: Secretary

Richard L. Martin