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5.16.00 15:20 4333654

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Division of Corporations

Page 1 of 2

Attn: Karen

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

FILED  
00 MAY 16 PM 4:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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To: Division of Corporations  
Fax Number : (850)922-4000

From: Account Name : FOLEY & LARDNER OF TAMPA  
Account Number : 071344001620  
Phone : (813)229-2300  
Fax Number : (813)221-4210

AMEND  
CBB

If you have any questions, please call 5-17

**BASIC AMENDMENT**  
**LEAP SOFTWARE, INC.**

Thanks  
Mary Valente  
813-225-4110

RECEIVED  
00 MAY 16 PM 4:56  
DIVISION OF CORPORATIONS

May 2, 2000

LEAP SOFTWARE, INC.  
PO BOX 16827  
TAMPA, FL 33687-6827US

SUBJECT: LEAP SOFTWARE, INC.  
REF: H28280

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

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If you have any questions concerning the filing of your document, please call (850) 487-6880.

Karen Gibson  
Corporate Specialist

FAX Aud. #: H00000023384  
Letter Number: 200A00024185

FROM

(TUE) 5.16'00 15:21/ST. 15:20/NO. 4863333654 P 2  
(((H000D0023384 1)))

ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION  
OF  
LEAP SOFTWARE, INC.

FILED  
00 MAY 16 PM 4:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LEAP SOFTWARE, INC., a corporation organized and existing under and by virtue of the Business Corporation Act of the State of Florida (the "Company"), hereby certifies that:

1. The name of the Company is LEAP SOFTWARE, INC.
2. The original Articles of Incorporation of the Company were filed with the Florida Secretary of State on October 30, 1984 and were amended on July 23, 1986.
3. The sole director and the sole shareholder of the Company, acting in accordance with Section 607.1003 of the Business Corporation Law of the State of Florida have approved the further amendment of the Articles of Incorporation of the Company, effective upon filing of these Articles of Amendment, as follows:

(a.) ARTICLE III is amended to read as follows:

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 15,000 shares of common stock, having a par value of \$ 1 per share.

(b.) Article VI of the Articles of Incorporation is replaced with the following new Article VI, to read as follows:

ARTICLE VI: INDEMNIFICATION

A. To the fullest extent permitted by the Florida Business Corporation Law as the same exists or as may hereafter be amended, a director of the corporation shall not be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as a director.

B. The corporation shall indemnify to the fullest extent permitted by law any person made or threatened to be made a party to an action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he, his testator or intestate is or was a director, officer or employee of the corporation or any predecessor of the corporation or serves or served any other enterprise as a director, officer or employee at the request of the corporation or any predecessor to the corporation.

FROM

(TUE) 5.16'00 15:21/ST. 15:20/NO. 4863333654 P 3

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C. Neither any amendment nor repeal of this Article VI nor the adoption of any provision of this corporation's Articles of Incorporation inconsistent with this Article VI, shall eliminate or reduce the effect of this Article VI in respect of any matter occurring, or any action or proceeding accruing or arising or that, but for this Article VI, would accrue or arise, prior to such amendment, repeal or adoption of an inconsistent provision.

4. In accordance with Section 607.1003, the foregoing amendments were adopted by the sole director and the sole shareholder of the Company on the date of execution of these Articles of Amendment, and such approval, being unanimous, was sufficient for adoption of these Articles of Amendment.

IN WITNESS WHEREOF, the Company has caused this certificate to be signed by its duly authorized officer this 26<sup>th</sup> of April, 2000.

By: 

George L. Southworth, President

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