

K43904

LAW OFFICES

**COTTRELL, WARCHOL, MERCHANT & ROLLINGS, L.L.P.**

A FLORIDA LIMITED LIABILITY PARTNERSHIP  
FEIN 59-2851736

MARTHA S. WARCHOL  
WILLIAM C. MERCHANT  
Certified Circuit Court Mediator  
Court Appointed Arbitrator  
HARVEY ROLLINGS  
Certified Family Law Mediator  
Certified Circuit Court Mediator  
J. PATRICK BUCKLEY  
MICHAEL A. POHL

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April 3, 2002

Corporate Records Bureau  
Division of Corporations  
Department of State  
Tallahassee, Florida 32301

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-04/05/02--01071--023  
\*\*\*\*\*96.25 \*\*\*\*\*52.50

Attn: Corporate Division

RE: Harvey Software, Inc.  
Corporate Number K43904

Dear Sir or Madam:

Enclosed herewith are the original and one copy of the Amendment to the Articles of Incorporation of the above referenced corporation.

Please return a certified copy of the Amendment to this office. After the Amendment has been filed, would you please also forward a Certificate of Good Standing to our office. I have enclosed a check in the amount of \$96.25 (\$35.00 Amendment filing fee, \$52.50 Certified Copy fee, \$8.75 Certificate of Good Standing fee) to cover the costs of such.

Thank you for your cooperation in this matter.

Sincerely,



Harvey Rollings

HR:dmd

Encs.

FILED  
02 APR -5 PM 12: 12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

cc 4-10  
amend

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION  
PURSUANT TO FLORIDA STATUTE 607.1001 OF  
HARVEY SOFTWARE, INC.

The undersigned hereby avers and affirms:

1. The name of the corporation is HARVEY SOFTWARE, INC. Such corporation was formed on November 8, 1988.
2. Article III of the Articles of Incorporation has been amended to read as follows:

ARTICLE III

The aggregate number of shares which the corporation shall have authority to issue shall be 1,000,000 shares of \$0.01 par value common stock, which shall be non-assessable and held, sold, and paid for at such time and in such a manner as the Board of Directors may from time to time determine.

3. Article XI is hereby deleted in its entirety.
4. Article XII of the Articles of Incorporation has been amended to read as follows:

ARTICLE XII

The initial Bylaws of this corporation shall be adopted by the Board of Directors. The Bylaws may be amended from time to time by a majority vote of the Board of Directors.

This Amendment was adopted by all the Shareholders and Directors of HARVEY SOFTWARE, INC. on 2 day of Apr, 2002.

HARVEY SOFTWARE, INC.

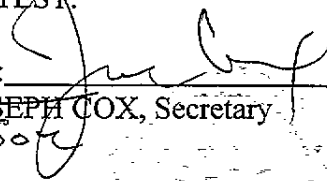
BY:   
BERTIS F. HAMILTON, President

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

02 APR -5 PM 12: 12

FILED

ATTEST:

BY:   
JOSEPH COX, Secretary

STATE OF FLORIDA )  
                                  )§  
COUNTY OF LEE     )

The foregoing instrument was acknowledged before me this 2nd day of March, 2002, by BERTIS F. HAMILTON, as President of HARVEY SOFTWARE, INC., a Florida corporation, who is personally known to me or who has produced a FL Drivers License as identification and who did take an oath.



Dana M Kellermeier  
NOTARY PUBLIC  
Print Name: Dana M Kellermeier

My Commission Expires:

STATE OF FLORIDA )  
                                  )  
COUNTY OF ~~LEE~~ Collier )§

The foregoing instrument was acknowledged before me this 2nd day of April, 2002, by Joe JOSEPH COX, as Secretary of HARVEY SOFTWARE, INC., a Florida corporation, who is personally known to me or who has produced a \_\_\_\_\_ as identification and who did take an oath.

Christine Silveus  
NOTARY PUBLIC  
Print Name: \_\_\_\_\_

My Commission Expires:

