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## **BASIC AMENDMENT**

JIBE, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

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TALLAHASSEE, FLORIDA

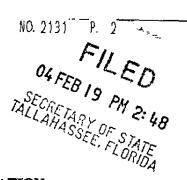
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## JIBE, INC.



## THIRD ARTICLES OF AMENDMENT TO AMENDED AND RESTATED ARTICLES OF INCORPORATION

This Third Articles of Amendment to the Amended and Restated Articles of Incorporation of Jibe, Inc. set forth below was approved by the Corporation pursuant to Section 607.0704 and Section 607.0821, Florida Statutes, by a written consent of the directors of the Corporation dated as of December 30, 2003 and a written consent of shareholders of the Corporation dated as of December 30, 2003. The number of votes cast for the amendment by the shareholders as a single class and by the holders of Common Stock, Series A Convertible Participating Preferred Stock and Series B Preferred Stock each as a separate class was sufficient for approval. This Third Articles of Amendment to Amended and Restated Articles of Incorporation shall be effective on the date and at the time filed with the Florida Department of State,

FIRST:

The Corporation name is:

Jibe, Inc.

**SECOND:** Article II.A (Capital Stock-Generally) of the Corporation's Amended and Restated Articles of Incorporation is amended in its entirety as follows:

A. Generally. The authorized capital stock of the Corporation will be 30,000,000 shares, designated as follows:

Class of Stock	Number of Authorized Shares	Par Value
Common Stock	20,000,000	\$.001
Preferred Stock	10,000,000	\$.001
Series A Convertible Participating Prefer Stock		\$.001
Series B Preferred Stock	2,600,000	\$.001
Undesignated Prefe Stock	rred 5,221,846	\$.001

Pursuant to Section 607.0602 of the Florida Business Corporation Act, the Board of Directors is authorized, without the approval of the shareholders of the Corporation, to (a) provide for the classification and reclassification of any unissued shares of Preferred Stock and determine the preferences, limitations, and relative rights thereof and (b) issue Preferred Stock in one or more classes or series, all within the limitations set forth in Section 607.0601 of the Florida Business Corporation Act.

 FEB.	19. 2004	2:24PM	HILL V	WARD	HENDERSON	NO.	2131	— <sub>Р.</sub>

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IN WITNESS WHEREOF, the Corporation has caused this Third Amendment to Amended and Restated Articles of Incorporation to be signed by its Chief Executive Officer, on this \_\_day of January, 2004.

Herbert Neal Ater, Chief Executive Officer

GADSFLovett Miller Vibe, Incl 2-2003 Financing 3rd Amendment to Articles doc