

P000000105875

Florida Department of State  
Division of Corporations  
Public Access System

5558-19

Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000036746 3)))

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations  
Fax Number : (850)205-0380

From:

Account Name : HILL, WARD & HENDERSON, P.A. II  
Account Number : 072100000520  
Phone : (813)221-3900  
Fax Number : (813)221-2900

BASIC AMENDMENT

JIBE, INC.

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

RECEIVED  
04 FEB 19 PM 2:46  
DIVISION OF CORPORATIONS

FILED  
04 FEB 19 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Electronic Filing Menu

Corporate Filing

Public Access Help

((H04000036746 3)))

**JIBE, INC.**

**FILED**  
04 FEB 19 PM 2:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**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:

<u>Class of Stock</u>	<u>Number of Authorized Shares</u>	<u>Par Value</u>
Common Stock	20,000,000	\$.001
Preferred Stock	10,000,000	\$.001
Series A Convertible Participating Preferred Stock	2,178,154	\$.001
Series B Preferred Stock	2,600,000	\$.001
Undesignated Preferred Stock	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.

((H04000036746 3)))

((H04000036746 3))

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.

JIBE/INCA

  
Herbert Neal Ater, Chief Executive Officer

G:\DSF\Lovent Miller\Jibe, Inc\12-2003 Financing\3rd Amendment to Articles.doc

((H04000036746 3))