

From:

06/12/2007 11:38 #328 P.001/005

Division of Corporations

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**ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
CONNEXIONS, INC.**

1. The name of the Corporation is "Connexions, Inc." and was incorporated on November 20, 2000.

2. On the 17th day of May, 2007, in accordance with Section 607.1003 of the Florida Business Corporation Act, the Board of Directors of the Corporation duly adopted the following resolutions:

RESOLVED, that the Board of Directors has reviewed the capital requirements of the Corporation and believes that it is in the best interest of the Corporation to create a class of Non-Voting Common Stock to be designated as "Non-Voting Common Stock"; and

FURTHER RESOLVED, that pursuant to the authority conferred upon the Board of Directors by Section 607.1003 of the Florida Business Corporation Act, the Board of Directors hereby recommends to the shareholders of the Corporation for their approval that the Articles of Incorporation of the Corporation be amended to create a new series of Non-Voting Common Stock to consist of 40,000 shares to be designated as "Non-Voting Common Stock" and recommends that the preferences, limitations and relative rights of the Non-Voting Common Stock, be determined by amending Article V of the Articles of Incorporation of the Corporation to include the amendment attached hereto as Exhibit A; and

FURTHER RESOLVED, that the amendment to the Articles of Incorporation of the Corporation attached hereto as Exhibit A (the "Amendment") is hereby submitted to the shareholders of the Corporation for their approval and upon such approval the appropriate officers of the Corporation be, and hereby are, authorized and directed to prepare and to file the Amendment with the Florida Department of State.

3. Exhibit A hereto constitutes the Amendment referred to in the foregoing resolutions.

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4. On the 12th day of June, 2007, in accordance with Section 607.1006 of the Florida Business Corporation Act, a majority of the holders of the common stock of the Corporation, par value \$0.01 per share, duly adopted these Articles of Amendment to the Articles of Incorporation and the votes cast by said holders were sufficient for approval.

Connexions, Inc.,
a Florida corporation

Dated: June 12, 2007

By: 

Name: William H. King

Title: Corporate Secretary

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**EXHIBIT A
TO
ARTICLES OF AMENDMENT TO THE ARTICLES
OF INCORPORATION OF
CONNEXIONS, INC.**

Article V to the Articles of Incorporation of Connexions, Inc. (the "Corporation") is hereby amended to include Section 5 as set forth below:

ARTICLE V – CAPITAL STOCK

SECTION 5. Non-Voting Common Stock.

(a) Designation and Amount.

There shall be a series of the Corporation's authorized Common Stock designated as the "Non-Voting Common Stock" (the "Non-Voting Common Stock") and the number of shares constituting such series shall be forty thousand (40,000) shares of Non-Voting Common Stock. The preferences, limitations and relative rights of the Non-Voting Common Stock are determined and fixed as follows.

(b) Voting Rights.

The holders of Non-Voting Common Stock shall not be entitled to any voting rights.

(c) Conversion.

The shares of Non-Voting Common Stock shall be convertible into Common Stock on a one for one basis upon an IPO of the Corporation.

(d) Reclassifications.

The Corporation shall not effect any stock split or division, reverse stock split, stock dividend, reclassification, reorganization, combination, recapitalization or consolidation of either class of Common Stock, unless the Corporation shall also contemporaneously effect a stock split or division, reverse stock split, stock dividend, reclassification, reorganization, combination or consolidation on the same terms with respect to the other class of Common Stock; provided, that in any such transaction, only holders of Voting Common Stock shall receive shares of Voting Common Stock and only holders of Non-Voting Common Stock shall receive shares of Non-Voting Common Stock.

(e) Reacquired Shares.

Any shares of Non-Voting Common Stock redeemed, purchased or otherwise acquired by the Corporation in any manner whatsoever shall, at the election of the Corporation, be retired and canceled promptly after the acquisition thereof, and, if necessary to provide for the lawful redemption or purchase of such shares, the capital represented by such shares shall be reduced in accordance with the Florida Business Corporation Act.

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(f) Other Rights and Powers.

Except as set forth herein, the shares of Non-Voting Common Stock shall not have any relative, participating, optional or other special rights (including, without limitation, any rights to convert into Common Stock, liquidation preference or any rights to dividends) and powers and the consent of the holders thereof shall not be required for the taking of any corporate action, but shall otherwise be identical in all respects to the shares of Common Stock, including, without limitation, with respect to economic rights attributed to the shares of Common Stock hereunder.

(g) General Provisions.

The headings of the sections, paragraphs, subparagraphs, clauses and subclauses of this Articles of Amendment to the Articles of Incorporation are for convenience of reference only and shall not define, limit or affect any of the provisions hereof.

(h) Definitions. For the purposes of this Section 5 of Article V, the following definition shall apply:

(i) "IPO" means an initial public offering of the Common Stock of the Corporation involving an offering in which the aggregate gross proceeds (before the deduction of underwriters' commissions and expenses) are at least \$20 million.

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