

P95000080939

Document Number Only

CT CORPORATION SYSTEM

660 EAST JEFFERSON STREET

Requestor's Name
TALLAHASSEE, FL 32301

Address
222-1092

City State Zip Phone

CORPORATION(S) NAME

800002492598--6
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*****35.00 *****35.00

MOsaic Software Inc.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 PM 1:53

- | | | |
|--|---|---|
| ☐ Profit | ☒ Amendment | ☐ Merger |
| ☐ NonProfit | | |
| ☐ Limited Liability Co. | | |
| ☐ Foreign | ☐ Dissolution/Withdrawal | ☐ Mark |
| ☐ Limited Partnership | ☐ Annual Report | ☐ Other |
| ☐ Reinstatement | ☐ Name Registration | ☐ Change of R.A. |
| | ☐ Fictitious Name | ☐ UCC |
| ☐ Certified Copy | ☐ Photo Copies | ☐ CUS |
| ☐ Call When Ready | ☐ Call if Problem | ☐ After 4:30 |
| ☒ Walk In | ☐ Will Wait | ☒ Pick Up |
| ☐ Mail Out | | |

Name Availability
Document Examiner
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Verifier
Acknowledgment
W.P. Verifier

APR 17 1998

Thanks
Jeff

File First

Amend.
4-20-98
CC



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 17, 1998

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: MOSAIC SOFTWARE INC.
Ref. Number: P95000080939

We have received your document for MOSAIC SOFTWARE INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

As per conversation today, we need your document entitled "Certificate of Amendment".

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6903.

Cheryl Coulliette
Document Specialist

Letter Number: 798A00020792

Please date 4-17
Thanks

RECEIVED
98 APR 20 AM 9:27
DIVISION OF CORPORATIONS

CERTIFICATE OF AMENDMENT
OF
MOSAIC SOFTWARE INC.

Mosaic Software Inc., a Florida corporation (the "Corporation"), hereby adopts the following Articles of Amendment in accordance with Section 607.1006 of the Florida Business Corporation Act.

FIRST: The name of the Corporation is Mosaic Software Inc. (the "Corporation").

SECOND: The Articles of Incorporation of the Corporation are hereby amended and restated in their entirety to read as set forth on Exhibit A attached hereto.

THIRD: The amendment and restatement does not provide for an exchange, reclassification or cancellation of issued shares.

FOURTH: The amendment and restatement was adopted by the board of directors of the Corporation as of May 30, 1997.

FIFTH: The amendment and restatement was approved by the shareholders of the Corporation as of May 30, 1997.

SIXTH: There was one voting group consisting of 100 outstanding shares of common stock and that voting group was entitled to 100 votes on the amendment and restatement. The total number of undisputed votes cast for the amendment and restatement was 100 and that number was sufficient for approval of the amendment and restatement.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 APR 17 PM 11:53

IN WITNESS WHEREOF, the undersigned officer of the Corporation has
executed these Articles of Amendment as of the 16th Day of April 1998

MOSAIC SOFTWARE INC.

By: Ed S. Jordan

Name: Edward S. Jordan

Title: President/Secretary

EXHIBIT A

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

MOSAIC SOFTWARE INC.

Article 1. The name of the corporation is Mosaic Software Inc. (the "Corporation").

Article 2. The street address of the principal place of business of the Corporation is 2929 East Commercial Boulevard, Suite 500, Ft. Lauderdale, FL 33308.

Article 3. The Corporation shall be authorized to issue two classes of shares of capital stock, to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares of Common Stock and Preferred Stock that the Corporation shall have authority to issue is Twelve Thousand (12,000) of which Two Thousand (2,000) shares shall be Common Stock, par value \$.01 per share, and Ten Thousand (10,000) shares shall be Preferred Stock, par value \$.01 per share.

The shares of Preferred Stock may be issued from time to time in one or more series. The Board of Directors is hereby authorized, by filing an amendment and restatement to the articles of incorporation pursuant to the applicable law of the State of Florida, to establish from time to time the number of shares to be included in each series, and to fix the designations, powers, preferences and rights of the shares of each such series and the qualifications, limitations, or restrictions thereof, including, but not limited to, the fixing or alteration of the dividend rights, dividend rate, conversion rights, voting rights, rights and terms of redemption (including sinking

fund provisions), the redemption price or prices, and the liquidation preferences of any wholly unissued series of shares of Preferred Stock, or any of them; and to increase or decrease the number of shares of any series subsequent to the issue of the shares of that series, but not below the number of shares of that series then outstanding. In case the number of shares of any series shall be so decreased, the shares constituting such decrease shall resume the status they had prior to the adoption of the resolution originally fixing the number of shares of that series.

Article 4. The name and street address of the registered agent of the Corporation to whom process against the Corporation may be served are CT Corporation System, 1200 South Pine Island Road, Plantation, Florida 33324.

Article 5. The number of directors is currently one (1). The number of directors may be increased or decreased from time to time as set forth in the bylaws of the Corporation. The name and address of the person who presently serves as the sole member of the board of directors are:

<u>Name</u>	<u>Address</u>
Edward S. Jordan	2929 East Commercial Boulevard Suite 500 Ft. Lauderdale, Florida 33308

Article 6. The purpose for which the Corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act ("FBCA"), as it may be amended from time to time.

Article 7. The Corporation shall indemnify, and advance expenses to, to the fullest extent allowed by the FBCA, any person who incurs liability or expense by reason of such person acting as a director of the Corporation. This indemnification with respect to directors shall be mandatory, subject to the requirements of the FBCA, in all circumstances in which indemnification is permitted by the FBCA. In addition, the Corporation may, in its sole discretion, indemnify, and advance expenses to, to the fullest extent allowed by the FBCA, any person who incurs liability or expense by reason of such person acting as an officer, employee or agent of the Corporation, except where indemnification is mandatory pursuant to the FBCA, in which case the Corporation shall indemnify to the fullest extent required by the FBCA.

Dated as of the 16th day of April 1998

By: Ted S. Jordan
Name: Edward S. Jordan
Title: President/Secretary

HAVING BEEN NAMED AS REGISTERED AGENT AND TO RECEIVE SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THESE PROVISIONS, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER
AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO
THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM
FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS
REGISTERED AGENT.

DATE: 4-17-98

CT CORPORATION SYSTEM

BY: Connie Bryan

Connie Bryan,
Special Assistant Secretary