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FLORIDA DIVISION OF CORPORATIONS
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FROM: LOWNDES, DROSDICK, DOSTER, KANTOR & REED, P. ACCT#: 072720000036

CONTACT: KYLE L WHITE

PHONE: (407)843-4600

FAX #: (407)843-4444

NAME: MWSOFT, INC.

AUDIT NUMBER.....H97000017852

DOC TYPE.....BASIC AMENDMENT

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TALLAHASSEE, FLORIDA

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**FIRST AMENDMENT TO
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF MWSOFT, INC.
(n/k/a ACTIVEWORD SYSTEMS, INC.)**

FILED
OCT 27 PM 4:27
TALLAHASSEE, FLORIDA

MWSOFT, INC., a Florida corporation (the "Corporation"), pursuant to Section 607.1006, Florida Statutes, does hereby file the following First Amendment to the Amended and Restated Articles of Incorporation:

1. The name of the Corporation is MWSOFT, INC.
2. The Amendment to the Articles of Incorporation is as follows:

Article I. Corporate Name is deleted in its entirety and replaced with the following:

ARTICLE I. CORPORATE NAME

The name of the corporation shall be:

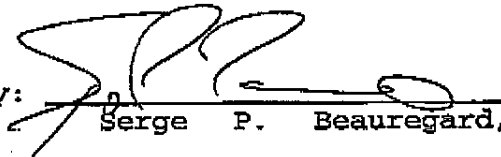
ActiveWord Systems, Inc.

3. The foregoing Amendment was adopted by all the Directors of the Corporation at a meeting of the Board of Directors on October 5, 1997.
4. The foregoing Amendment was adopted by a majority of the Shareholders of the Corporation by Written Action in Lieu of a Meeting dated October 23, 1997. The number of Shareholders executing such Written Action in favor of approval of the Amendment was sufficient for approval. Written notice of the adoption of the foregoing Amendment was or will be delivered to the non-signatory Shareholders within ten (10) days of the execution of such Written Action.

IN WITNESS WHEREOF, the undersigned Officer of the Corporation has executed this First Amendment on the 23 day of OCTOBER, 1997.

MWSOFT, INC. (n/k/a ACTIVEWORD
SYSTEMS, INC.)

By:


Serge P. Beauregard,

President

This document was prepared by:
Bradford D. West, Esq.

Florida Bar Number: 769525
Lowndes, Drosdick, Foster, Kantor & Reed, P.A.
P. O. Box 2809
Orlando, Florida 32802-2809
(407) 843-4600

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