

Division of Corporations

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P96000056890

Florida Department of State

Division of Corporations
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Katherine Harris, Secretary of State

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Account Name : GREENBERG TRAUIG (ORLANDO)
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DIVISION OF CORPORATIONS

BASIC AMENDMENT

SIKE SOFTWARE INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

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GREENBERG
ATTORNEYS AT LAW
TRAURIG

Transmittal Cover Sheet

TO Division of Corporations, (((H00000042216 2)))

Fax Number Fax: (8500 922-4000

FROM Anthony V. Varrone

File Number *Firm*

Comments

Enclosed please find executed amended and restated articles of incorporation of SIKE SOFTWARE, Inc. Please file the same today.

Date 8/10/00

No. Pages Including this cover sheet 4

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DIVISION OF CORPORATIONS

(H00000042216 2)
AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
SIKE SOFTWARE, INC.

FILED
00 AUG 11 AM 11:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, Michael Disanto, being the Chief Executive Officer and President of Sike Software, Inc., a Florida corporation (the "Corporation"), hereby certify:

1. The name of the Corporation is Sike Software, Inc. The Corporation was incorporated on July 8, 1996.

2. The text of the Articles of Incorporation is hereby amended and restated to read in its entirety as follows:

"ARTICLE I - CORPORATE NAME

The name of this Corporation is Sike Software, Inc.

ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of this Corporation shall be 11312 62nd Street, Pinellas Park, FL 33782-2051.

ARTICLE III - NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that the Corporation is authorized to have outstanding at any one time is 40,000,000 shares, 30,000,000 of which shall be common stock having a par value of \$.00001 per share, and 10,000,000 of which shall be preferred stock having a par value of \$.00001 per share. Authority is hereby vested in the board of directors of the Corporation to provide from time to time for the issuance of the preferred stock in one or more series and, in connection therewith, to fix by resolution providing for the issue of such series the number of shares to be included and such of the designations, powers, preferences and relative participating, optional or other special rights and the qualifications, limitations and restrictions of such series, including, without limitation, voting rights or limitations, rights of redemption or conversion into common stock, to the fullest extent now or hereafter permitted by the Florida Business Corporation Act.

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ARTICLE V - TERM OF EXISTENCE

This Corporation shall have perpetual existence commencing as of July 8, 1996.

**ARTICLE VI - REGISTERED AGENT AND
REGISTERED OFFICE**

The registered agent and the street address of the registered office of this Corporation in the State of Florida shall be:

Michael Disanto
11312 62nd Street
Pinellas Park, Florida 33782

ARTICLE VII - INDEMNIFICATION

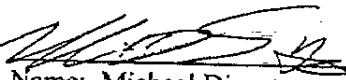
The Corporation shall, to the fullest extent permitted by the laws of Florida, including, but not limited to Section 607.0850 of the Florida Business Corporation Act, as the same may be amended and supplemented from time to time, indemnify any and all directors and officers of the Corporation.

ARTICLE VIII - AMENDMENT

These Amended and Restated Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved at a shareholders' meeting by at least a majority of the stock entitled to vote unless all of the shareholders sign a statement manifesting their intention that a certain amendment of these Articles of Incorporation be made."

3. The foregoing Amended and Restated Articles of Incorporation of this Corporation were duly approved by a joint written consent of the board of directors and all of the shareholders by unanimous consent, dated June 23, 2000, representing the number of votes sufficient for approval of the Amended and Restated Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has executed the foregoing Amended and Restated Articles of Incorporation on this 23rd day of June, 2000.



Name: Michael Disanto
Title: Chief Executive Officer and President