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FILED

In the office of the Secretary of State
of the State of California

**CERTIFICATE OF AMENDMENT OF
AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF ARENA SOLUTIONS, INC.,
a California corporation**

MAY 24 2010

The undersigned Craig Livingston and Eric Larkin hereby certify that:

ONE: They are the duly elected and acting Chief Executive Officer and Secretary, respectively, of Arena Solutions, Inc., a California corporation (the "Corporation").

TWO: The Amended and Restated Articles of Incorporation of the Corporation are hereby amended as follows:

1. Article III, Section (B)(4)(d)(ii)(B) of the Amended and Restated Articles of Incorporation of the Corporation shall be amended to read in its entirety as follows:

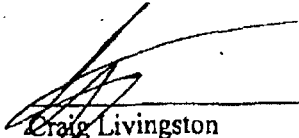
"(B) up to 27,845,099 shares of Common Stock and/or options therefore (net of repurchases, expirations, cancellations and the like, and as adjusted for any stock dividends, combinations or splits with respect to such shares) issued or issuable to employees, officers, directors, consultants or advisors of the Corporation directly or pursuant to a stock option plan or restricted stock plan or other arrangement approved by the Board of Directors of the Corporation"

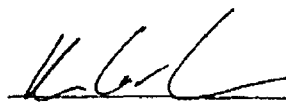
THREE: The foregoing amendment has been approved by the Board of Directors of said corporation.

FOUR: The foregoing amendment was approved by the holders of the requisite number of shares of said corporation in accordance with Sections 902 and 903 of the California General Corporation Law; the total number of outstanding shares of each class entitled to vote with respect to the foregoing amendment was 23,684,668 shares of Common Stock; 156,095 shares of Series A Preferred Stock, 2,691,398 shares of Series B Preferred Stock, 7,054,442 shares of Series C Preferred Stock, 9,148,926 shares of Series D Preferred Stock, 16,649,506 shares of Series E Preferred Stock and 37,379,389 shares of Series F Preferred Stock. The number of shares voting in favor of the foregoing amendment equaled or exceeded the vote required. The percentage vote required was more than fifty percent (50%) of the outstanding shares of Common Stock and Preferred Stock (on an as-converted to Common Stock basis), voting together without regard to class or series; more than fifty percent (50%) of the outstanding shares of Common Stock, voting as a separate class; more than fifty percent (50%) of the outstanding shares of Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock and Series E Preferred Stock (on an as-converted to Common Stock basis), voting together as a single class; more than fifty percent (50%) of the outstanding shares of Series F Preferred Stock, voting as a separate class; and more than fifty percent (50%) of the outstanding shares of Preferred Stock (on an as-converted to Common Stock basis), voting together as a single class.

The undersigned certify under penalty of perjury under the laws of the State of California that they have read the foregoing Certificate of Amendment of Amended and Restated Articles of Incorporation and know the contents thereof, and that the statements therein are true.

IN WITNESS WHEREOF, this Certificate of Amendment of Amended and Restated Articles of Incorporation has been signed by the Chief Executive Officer and Secretary of the Corporation under the laws of the State of California this 19th day of May, 2010.



Craig Livingston
Chief Executive Officer

Eric Larkin
Secretary