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AMENDMENT TO THE ARTICLES OF INCORPORATION  
OF  
CIM VISION INTERNATIONAL CORPORATION

**FILED**  
In the Office of the Secretary of State  
of the State of California

JAN 23 2001

*Bill Jones*  
BILL JONES, Secretary of State

Adam Bartkowski and Jeffrey G. Kurschner hereby certify:

1. They are the President and the Secretary, respectively, of CIM Vision International Corporation, a California corporation.
2. Article I. of the Articles of Incorporation of this corporation is amended to read as follows.

ARTICLE I. Name

The name of the corporation is Apriso Corporation.

3. The foregoing amendment to the Articles of Incorporation has been duly approved by the Board of Directors effective as of January 01, 2001.
4. The foregoing amendment to the Articles of Incorporation has been duly approved by the required vote of shareholders in accordance with Section 902 of the California Corporations Code, effective as of January 01, 2001. The total number of outstanding shares is 11,176,475 shares. The number of shares voting in favor of the amendment equaled or exceeded the vote required. The percentage vote required was a majority of the issued and outstanding stock.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

Effective as of January 01, 2001.

*Adam Bartkowski*  
Adam Bartkowski, President

*Jeffrey G. Kurschner*  
Jeffrey G. Kurschner, Secretary