

JUL 20 2009

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

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 A of the Amended and Restated Articles of Incorporation of the Corporation shall be amended to read in its entirety as follows:

"A. Classes of Stock. The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares which the Corporation is authorized to issue is 299,130,905 shares. The number of shares of Common Stock authorized to be issued is 185,000,000 shares. The number of shares of Preferred Stock authorized to be issued is 114,130,905 shares, 156,095 of which shall be designated Series A Preferred Stock (the "Series A Preferred Stock"), 2,691,398 of which shall be designated Series B Preferred Stock ("Series B Preferred Stock"), 7,054,442 of which shall be designated Series C Preferred Stock ("Series C Preferred Stock"), 9,853,950 of which shall be designated Series D Preferred Stock ("Series D Preferred Stock"), 17,375,020 of which shall be designated Series E Preferred Stock ("Series E Preferred Stock") and 77,000,000 of which shall be designated Series F Preferred Stock ("Series F Preferred Stock"). The Series A Preferred Stock, Series B Preferred Stock, Series C Preferred Stock, Series D Preferred Stock, Series E Preferred and Series F Preferred Stock are hereinafter collectively referred to as the "Series Preferred."

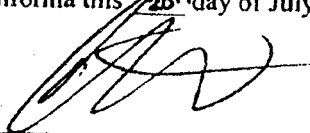
THREE: The foregoing amendment has been approved by the Board of Directors of said corporation.

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, 7,056,442 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 Amendment to the Amended and Restated Articles of Incorporation and know the contents thereof, and that the statements therein are true.

IN WITNESS WHEREOF, this Amendment to the 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 20<sup>th</sup> day of July, 2009.



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Craig Livingston  
Chairman & Chief Executive Officer


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Eric Larkin  
Secretary

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

IN WITNESS WHEREOF, this Amendment to the 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 20<sup>th</sup> day of July, 2009.

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Craig Livingston  
Chairman & Chief Executive Officer

  
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Eric Larkin  
Secretary