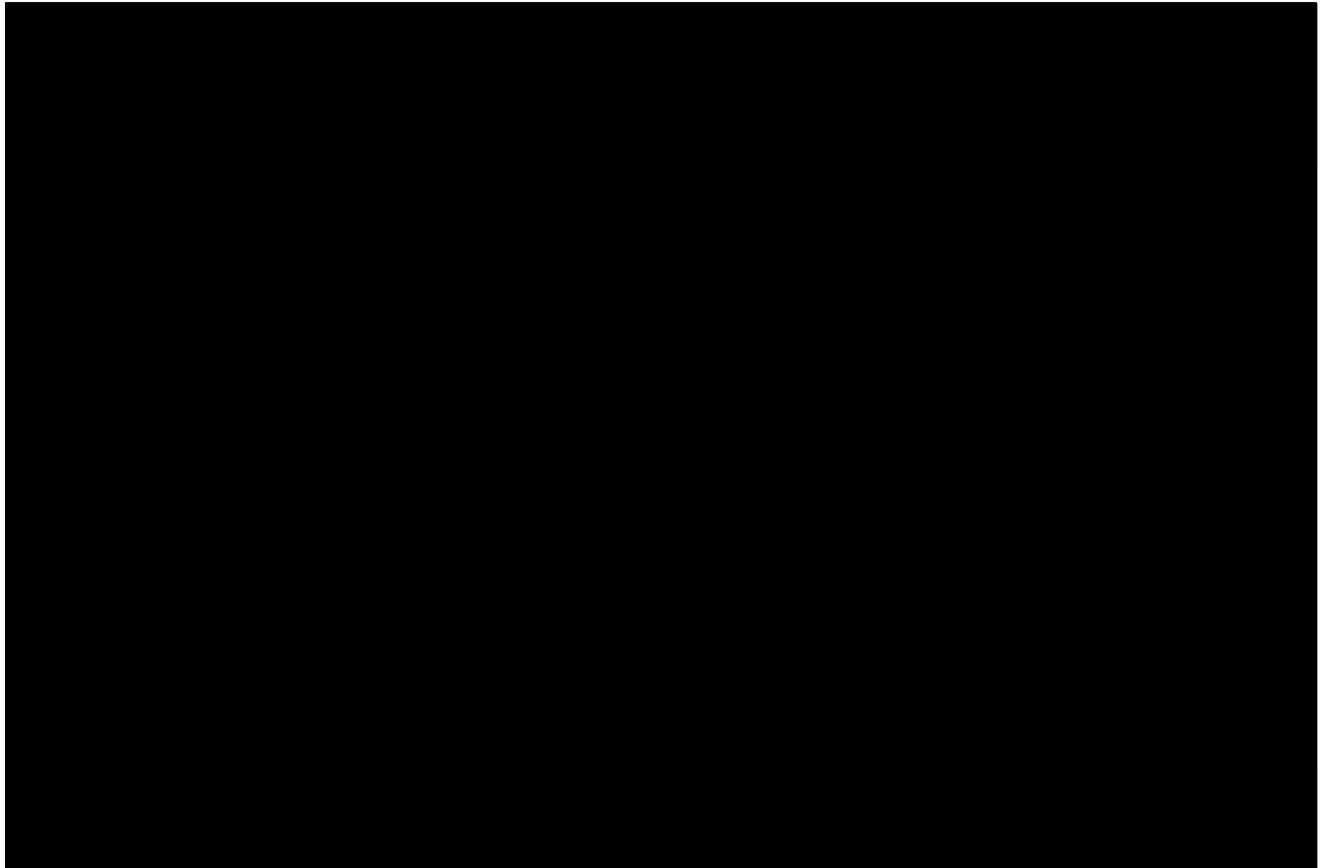


EXHIBIT 14

SECOND AMENDMENT

TO
AMENDED AND RESTATED BYLAWS
OF
MEDIMPACT HEALTHCARE SYSTEMS, INC.



MEDIMPACT HEALTHCARE SYSTEMS, INC.

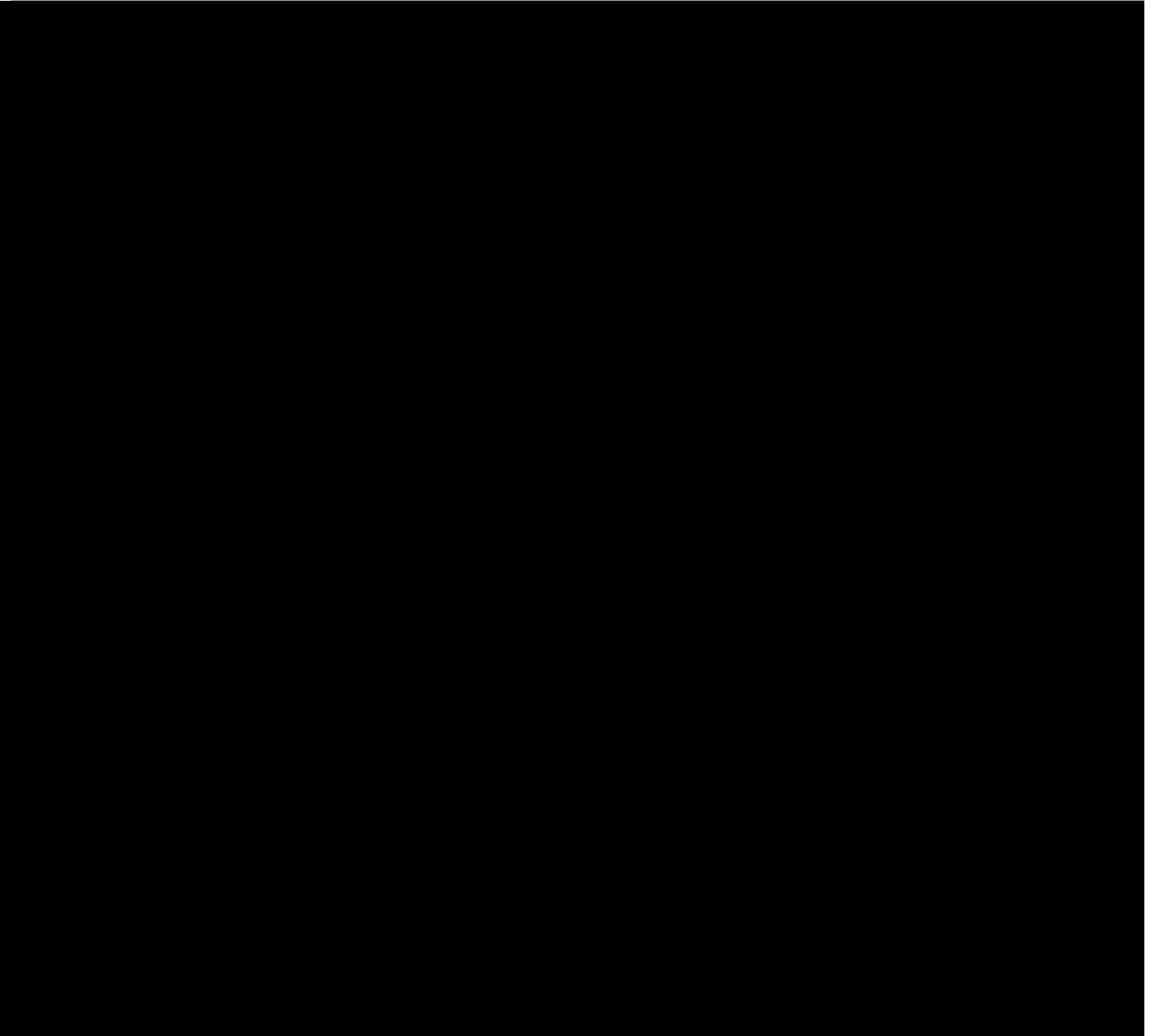


EXHIBIT A-1

Bylaws Amendment

**SECOND AMENDMENT
TO
AMENDED AND RESTATED BYLAWS
OF
MEDIMPACT HEALTHCARE SYSTEMS, INC.**

