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BEND & ELLINGSON, P.A.

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RICHARD H. BEND

CAROL A. ELLINGSON

December 20, 2000

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-12/27/00--01058--001
****105.00 *****35.00

Amendment Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 33214

Re: London Telecom Network, Corp.

Dear Representative:

Enclosed for filing with regard to London Telecom Network, Corp. please find following:

1. Profit Corporation Application By Foreign Corporation To File Amendment To Application For Authorization To Transact Business in Florida with regard to the corporate name change from London Telecom Network, Corp. to The London Telecom Group, Corp. on November 12, 1997, together with the Georgia Secretary of State Certified Copy evidencing that name change;
2. Profit Corporation Application By Foreign Corporation To File Amendment To Application For Authorization To Transact Business in Florida with regard to the corporate name change from The London Group, Corp. to Transworld Group, Corp. on April 30, 1999, together with the Georgia Secretary of State Certified Copy evidencing that Name Change.
3. Statement Of Change Of Registered Office Or Registered Agent Or Both For Corporations changing the Registered Agent and Address from CT Corporation System to John Rakoczy.
4. \$105 check to cover the three \$35 filing fees.

NC
1-8-01
MS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 27 PM 4:28

FILED

Amendment Section
December 20, 2000
Page two

These documents are prepared in accordance with our phone conversations with your office. If you need any other information, please contact me. Thanks for your assistance.

Sincerely yours,

BEND & ELLINGSON, P. A.

A handwritten signature in black ink, appearing to read "Richard H. Bend". The signature is fluid and cursive, with the first name "Richard" being more prominent than the last name "Bend".

Richard H. Bend

RHB:cp
Enclosure
cc: Randy Patrick

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. London Telecom Network, Corp.
Name of corporation as it appears on the records of the Department of State.
2. Georgia 3. 04/09/1997
Incorporated under laws of Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 11/12/97
5. The London Telecom Group, Corp.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Duration

New Jurisdiction


Signature

John Rakoczy

Typed or printed name

12/26/00
Date

Vice President of Finance

Title

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00 DEC 27 PM 4:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Corporations Division
315 West Tower
#2 Martin Luther King, Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 003470595
CONTROL NUMBER : K629024
DATE INC/AUTH/FILED: 09/19/1996
JURISDICTION : GEORGIA
PRINT DATE : 12/12/2000
FORM NUMBER : 215

BEND & ELLINGSON PA
RICHARD H. BEND
ST. PAUL BLDG STE 700 SIX WEST FIFTH ST
ST. PAUL, MN 551021420

CERTIFIED COPY

I, Cathy Cox, the Secretary of State of the State of Georgia, do hereby certify under the seal of my office that the attached documents are true and correct copies of documents filed under the name of

TRANSWORLD GROUP, CORP.
A DOMESTIC PROFIT CORPORATION

Said entity was formed in the jurisdiction set forth above and has filed in the Office of Secretary of State on the date set forth above its certificate of limited partnership, articles of incorporation, articles of association, articles of organization or application for certificate of authority to transact business in Georgia.

This certificate is issued pursuant to Title 14 of the Official Code of Georgia Annotated and is prima-facie evidence of the existence or nonexistence of the facts stated herein.



Cathy Cox
Secretary of State

Secretary of State
Corporations Division
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

DOCKET NUMBER : 973160538
CONTROL NUMBER: 9629024
EFFECTIVE DATE: 11/12/1997
REFERENCE : 0077
PRINT DATE : 11/12/1997
FORM NUMBER : 611

MORRIS, MANNING & MARTIN
CHRISTINE VOGT
3343 PEACHTREE RD, NE, STE 1600
ATLANTA, GA 30326

CERTIFICATE OF NAME CHANGE AMENDMENT

I, Lewis A. Massey, the Secretary of State and the Corporation
Commissioner of the State of Georgia, do hereby certify under the
seal of my office that

LONDON TELECOM NETWORK, CORP.
A DOMESTIC PROFIT CORPORATION

has filed articles of amendment in the office of the Secretary of
State changing its name to

THE LONDON TELECOM GROUP, CORP.

and has paid the required fees as provided by Title 14 of the
Official Code of Georgia Annotated. Attached hereto is a true and
correct copy of said articles of amendment.

WITNESS my hand and official seal in the City of Atlanta and the
State of Georgia on the date set forth above.



Lewis A. Massey
Lewis A. Massey

973160

ARTICLES OF AMENDMENT

1.

The name of the corporation is: London Telecom Network, Corp.

2.

Article I of the Articles of Incorporation of the corporation shall be amended to be read as follows:

"ARTICLE I

The name of the corporation is The London Telecom Group, Corp."

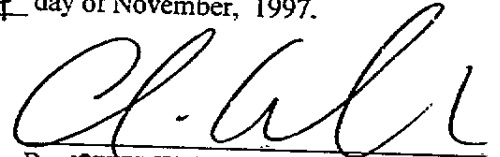
3.

The amendment was duly adopted on November 4, 1997.

4.

The amendment was adopted by the Board of Directors without shareholder action was not required.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed by a duly authorized officer on the 4 day of November, 1997.



By: ~~James W. Wood~~ Colin Wood
~~President~~ Secretary

SECRETARY OF STATE
NOV 12 11 09 AM '97
BSR (1)