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August 25, 2003

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Inktel Direct Corporation

Filing Evidence

- Plain/Confirmation Copy
- Certified Copy

Retrieval Request

- Photocopy
- Certified Copy

Type of Document

- Certificate of Status
- Certificate of Good Standing
- Articles Only
- All Charter Documents to Include Articles & Amendments
- Fictitious Name Certificate
- Other

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**AMENDMENT TO THE ARTICLES OF INCORPORATION
OF
INKTEL DIRECT CORPORATION**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In accordance with the provisions of Florida Statutes Sections 607.1001, 607.1003 and 607.1006, the Shareholders and the Directors of INKTEL DIRECT CORPORATION, a Florida corporation incorporated on February 27, 1997, hereby amend the Articles of Incorporation of the Corporation as follows:

1. The name of the corporation is Inktel Direct Corporation.
2. The text of the amendment is as follows:

Article IV of the existing Articles of Incorporation of the Corporation, which relates to the capital stock, is hereby deleted in its entirety and the following new Article IV shall be inserted in lieu thereof:

**ARTICLE
Capital Stock**

The capital stock authorized, the par value thereof and the class of such stock shall be as follows:

NO. OF SHARES AUTHORIZED	PAR VALUE PER SHARE	TYPE OF STOCK
1,000	\$1.00	Voting Common Stock
1,000	\$1.00	Non-Voting Common Stock

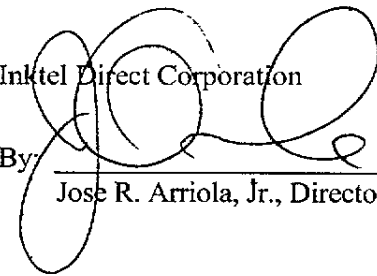
Holder of Voting Common Stock shall have the same rights and preferences as the holders of the Non-Voting, except that the holders of the Non-Voting Common Stock shall have no voting rights whatsoever.

3. The amendment was adopted by unanimous vote of all of the Shareholders and the Directors on August 18, 2003.

IN WITNESS WHEREOF, the undersigned Director of the Corporation has hereunto set his hand and seal this 18th day of August, 2003.

Inktel Direct Corporation

By



Jose R. Arriola, Jr., Director