

P98000043679



ACCOUNT NO. : 072100000032  
REFERENCE : 254578 82436A  
AUTHORIZATION :  
COST LIMIT : PPD

ORDER DATE : May 26, 1999  
ORDER TIME : 11:57 AM  
ORDER NO. : 254578-005  
CUSTOMER NO: 82436A

CUSTOMER: Debra Wright, Legal Asst  
Jack Schramm Cox, P.a.  
4400 Pga Boulevard, Suite 201  
Palm Beach Gard, FL 33410

FILED  
99 MAY 26 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: TELE 1ST, INC.

600002887466--1  
-05/26/99--01073--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

N.C.

RECEIVED  
99 MAY 26 PM 12:56  
DIVISION OF CORPORATION

G. COULLETTE MAY 26 1999

**SECOND AMENDMENT TO THE ARTICLES OF INCORPORATION**

**OF**

**TELE 1<sup>ST</sup>, INC.**

(Formerly known as Maximine, Inc.)

The undersigned as Sole Director and Sole Shareholder of TELE 1<sup>ST</sup>, INC., pursuant to Florida Chapter 607.1006, hereby files this Second Amendment to the Articles of Incorporation for the purpose of amending Article I of the Amended Articles of Incorporation filed on October 2, 1998 to change the name of the corporation. The undersigned further sets forth the following:

1. The Sole Director and Sole Shareholder of the Corporation is JASON P. JUDGE.
2. The Amendment adopted the 17<sup>th</sup> day of May, 1999 is as follows:

**"ARTICLE I  
NAME**


The name and address of the Corporation shall be:

PopSpace Corp.  
4400 PGA Blvd., Suite 201  
Palm Beach Gardens, FL 33410

3. This Amendment to the Articles of Incorporation was adopted by the Sole Director and Sole Shareholder this 17<sup>th</sup> day of May, 1999.

4. This Amendment was unanimously approved by a vote of the Sole Director and Sole Shareholder.

IN WITNESS WHEREOF, I have hereunto made and subscribed this Amendment to the Articles of Incorporation effective the 17<sup>th</sup> day of May, 1999.

  
\_\_\_\_\_  
Jason P. Judge, Sole Director and  
Sole Shareholder

FILED  
MAY 29 PM 1:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
99

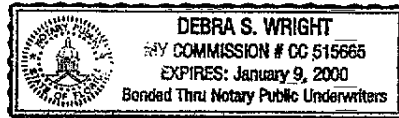
STATE OF FLORIDA  
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of May, 1999 by JASON P. JUDGE as Sole Director and Sole Shareholder of PopSpace, Inc., a Florida corporation, on behalf of the Corporation. He is personally known to me.

Debra S. Wright  
Notary Public, State of Florida

Debra S. Wright  
(Print Name)

My Commission Expires: \_\_\_\_\_



dw: judge tele 1<sup>st</sup> 2nd amend articles