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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUL 25 PM 3:23

TRANSMITTAL MEMORANDUM

TO: State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

VIA EXPRESS MAIL

400003335334--9
-07/25/00--01065--007
*****35.00 *****35.00

DATE: July 21, 2000

RE: National Readers Exchange, Inc.

Please find enclosed: Articles of Amendment to Articles of Incorporation of
National Readers Exchange, Inc. Please file and confirm.

Thank you.
JOHN P. MARTIN
Attorney At Law
401 S. Lincoln Ave
Clearwater, FL 33756
Tel: (727) 467-9470
Fax: (727) 467-9471

N/C
John Martin gave Authorization
to add date of Adoption - 7/31
JB

N/C

V. SHEPARD AUG 1 2000

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
NATIONAL READERS EXCHANGE, INC.

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1. The following provisions of the Articles of Incorporation of NATIONAL READERS EXCHANGE, INC., a Florida Corporation, filed in Tallahassee on the 19th day of October, 1999, be and they hereby are amended in the following particulars:

Article I, NAME - is hereby is amended to read as follows:

ARTICLE I

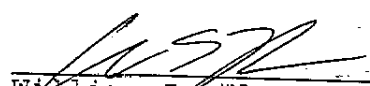
NAME

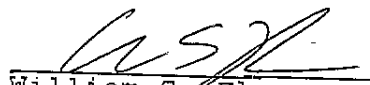
The name of the corporation shall be PHATLINKS.COM, INC.

This amendment was approved by unanimous consent of all shareholders entitled to vote and shall be effective upon its filing with the Secretary of State, State of Florida.

The date of adoption was July 13, 2000.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment this 13th day of July, 2000.


William S. Flemm, as its President


William S. Flemm, as its Secretary