

January 12, 2001

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

Atlantic American Internet Partners, Ltd.

Filing Evidence Plain/Confirmation Copy □ Certified Copy Retrieval Request □ Photocopy	Type of Document Certificate of Status Certificate of Good Standing Articles Only All Charter Documents to Include Articles & Amendments Fictitious Name Certificate
□ Certified Copy	□ Other 8000035356535 -01/12/0101056001
NEW FILINGS	AMENDMENTS *****52.50 *****52.50
Profit X	Amendment
Non Profit	Resignation of RA Officer/Director
Limited Liability	Change of Registered Agent
Domestication A	Dissolution/Withdrawal
Other	Merger S
OTHER FILINGS	REGISTRATION/QUALIFICATION
Annual Reports	Foreign Pai
Fictitious Name	Limited Liability Reinstatement
Name Reservation	Reinstatement PS 5
Reinstatement	Trademark
	Other

FIRST AMENDMENT TO CERTIFICATE OF LIMITED PARTNERSHIP OF

ATLANTIC AMERICAN INTERNET PARTNERS, LTD.

Pursuant to the Florida Revised Uniform Limited Partnership Act (1986) and Florida Statutes \$620.109 the undersigned, constituting the sole general partner of Atlantic American Internet Partners, Ltd., a Florida limited partnership (the "Partnership"), whose Certificate of Limited Partnership was filed with the Florida Department of State on July 8, 1999 (the "Certificate") hereby amends the Certificate of Limited Partnership of Atlantic American Internet Partners, Ltd. as follows:

1. Section 2 of the Certificate is hereby amended follows:

"The address of the office of the Partnership is:

101 E. Kennedy Blvd. Suite 3925 Tampa, FL 33602"

2. Section 3 of the Certificate is hereby amended to read as follows:

"The name and address of the agent for service of process on the Partnership are as follows:

> Brad Gordon 101 E. Kennedy Blvd. Suite 3925 Tampa, FL 33602"

3. Section 4 of the Certificate is hereby amended to read as follows:

"The name and business address of the Sole General Partner are as follows: (990000040)

Atlantic American Internet Investments, LLC 101 E. Kennedy Blvd. Suite 3925
Tampa, FL 33602"

4. Section 5 of the Certificate is hereby amended to read as follows:

"The mailing address of the Partnership is:

101 E. Kennedy Blvd. Suite 3925 Tampa, FL 33602"

- 5. Except as expressly provided herein, all of the terms and provisions of the Certificate shall remain in full force and effect and are hereby ratified and confirmed.
- 6. This First Amendment is being filed within this days after the change of address for the Partnership and Registered Agent.

The execution of this First Amendment to the Certificate of Limited Partnership by the undersigned constitutes an affirmation under the penalties of perjury that the facts stated herein are true and correct.

IN WITNESS WHEREOF, the undersigned, constituting the Sole General Partner of Atlantic American Internet Partners, Ltd., has executed this First Amendment to the Certificate of Limited Partnership of Atlantic American Internet Partners, Ltd. this 8 day of January, 2001.

GENERAL PARTNER:

ATLANTIC AMERICAN INTERNET INVESTMENTS, LLC, a Florida limited liability company

By:

JOHN P. MICHAELS, JR., Trustee of the JOHN P. MICHAELS, JR. FAMILY TRUST dated April 27, 1978, as amended and restated January 26, 1998, JOHN P. MICHAELS, JR., Settlor and Trustee, Member

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing instrument was sworn to and acknowledged before me this Atlantic American Internet Investments, Trustee, as sole member of Atlantic American Internet Investments, LLC the Sole General Partner of Atlantic American Internet Partners, Ltd., a Florida limited partnership, on behalf of the partnership.

NOTARY PUBLIC

My commission expires:

148358