

B97000000384  
ATLANTIC

TeleServices

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Jacksonville, FL 32241-683

904/680-6600  
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August 2, 1999

Mr. Shawn Logan  
Document Specialist  
Florida Department of State  
409 East Gaines Street  
Tallahassee, FL 32399

100002949921--6  
-08/04/99-01026--001  
\*\*\*\*\*61.25 \*\*\*\*\*61.25

Dear Mr. Logan:

Per our discussion, enclosed is a check for \$61.25 as well as the Certificate of Amendment to Application for Registration of Atlantic Investel Partners, L.P. changing the name of the partnership to Atlantic Teleservices, L.P. I have also enclosed copies of the Certificate of Amendment of Atlantic Investel Partners with the state of Delaware.

Please overnight the appropriate documentation reflecting the amendment as well as a Certificate of Good Standing for Atlantic Teleservices, L.P. to my attention.

Best regards,



Kevin M. Carney  
Chief Financial Officer

SL  
8-4-99

**CERTIFICATE OF AMENDMENT  
TO  
APPLICATION FOR REGISTRATION  
OF**

Atlantic Investel Partners, L.P.

(Insert name currently on file with Florida Dept. of State)

Pursuant to the provisions of section 620.173, Florida Statutes, this foreign limited partnership hereby submits this certificate of amendment to its registration application:

The registration application is amended as follows:

The name is changed from Atlantic Investel Partners, L.P.  
to Atlantic Teleservices, L.P.

The general partner is changed from Atlantic Partners Group, L.P.  
to Atlantic Partners Group II, L.P.

David L. Brown

(Signature of a General Partner)

member of CIME, L.L.C. as general  
partner of Atlantic Partners Group, L.P.

(Typed or printed name of General Partner signing above)

STATE OF

Florida

COUNTY OF

Duval

On this 2 day of August, 1999, DAVID L. BROWN personally  
appeared before me,



who is personally known to me



whose identity I proved on the basis of \_\_\_\_\_

Shelia D. Kramer

(Notary Public Signature)

SHELIA D. KRAMER

(Notary's Printed Name)

Seal



Shelia D. Kramer  
MY COMMISSION # CC550487 EXPIRES  
April 25, 2000  
BONDED THRU TROY FAIR INSURANCE, INC.

My Commission Expires:

*State of Delaware*  
*Office of the Secretary of State*    PAGE 1

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I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "ATLANTIC INVECTEL PARTNERS, L.P.", CHANGING ITS NAME FROM "ATLANTIC INVECTEL PARTNERS, L.P." TO "ATLANTIC TELESERVICES, L.P.", FILED IN THIS OFFICE ON THE THIRTIETH DAY OF JULY, A.D. 1999, AT 9 O'CLOCK A.M.



A handwritten signature in cursive script, reading "Edward J. Freel".

Edward J. Freel, Secretary of State

2739995    8100

991316081

AUTHENTICATION:    9896815

DATE:    07-30-99

STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 07/30/1999  
991316081 - 2739995

CERTIFICATE OF AMENDMENT  
TO  
CERTIFICATE OF LIMITED PARTNERSHIP  
OF  
ATLANTIC INVECTEL PARTNERS, L.P.

It is hereby certified that:

FIRST: The name of the limited partnership (hereinafter called the "partnership") is Atlantic Invetel Partners, L.P.

SECOND: Pursuant to provisions of Section 17-202, Title 6, Delaware Code, the Certificate of Limited Partnership is amended as follows:

The name of the partnership is changed from Atlantic Invetel Partners, L.P. to Atlantic Teleservices, L.P.

The General Partner of the partnership is changed from Atlantic Partners Group, L.P. to Atlantic Partners Group II, L.P.

The undersigned, a general partner of the partnership, executed this Certificate of Amendment on July 30, 1999.



David L. Brown, Member of CIMC  
Atlantic, LLC as general partner of Atlantic  
Partners Group, L.P. as general partner of  
Atlantic Invetel Partners, L.P.

David L. Brown, Member of CIMC  
Atlantic, LLC as general partner of Atlantic  
Partners Group II, L.P.