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August 16, 1999

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Florida Secretary of State
Corporations Division
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

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Re: PNV.net, Inc. (formerly known as PNV.Net, Inc.)

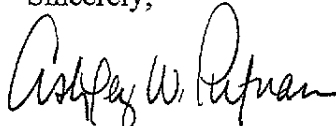
Dear Sir/Madam:

Enclosed please find an Amended Application for Certificate of Authority to be filed with your office on behalf of PNV.net, Inc. We have also enclosed the proper attachments and filing fees as well as a self-addressed, stamped envelope for your return of the filed document to me.

We recently filed an Amended Application for Certificate of Authority changing the name of the company to PNV.Net, Inc. It has now been determined that it would be better for the company if the corporate name is changed from PNV.Net, Inc. to PNV.net, Inc. We realize this may not make a difference on your records as you record everything in all capital letters. However, we would like for any certified documents we may order in the future to reflect the use of PNV.net, Inc., and we therefore request that the enclosed Amended Application for Certificate of Authority be filed.

If you have any questions or comments, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,



Ashley W. Putnam
Corporate Paralegal

Enclosures

cc: James M. O'Connell
RALLIB01:518973.01

S. PAYNE SEP 17 1999

FILED
99 SEP 17 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

changed name
from PNV.Net, Inc.
to PNV.net, Inc.

NIC

KILPATRICK STOCKTON LLP

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September 13, 1999

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Susan Payne
Florida Secretary of State
Corporations Division
Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

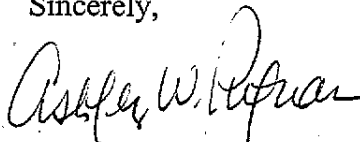
Re: PNV.net, Inc. (formerly known as PNV.Net, Inc.)

Dear Ms. Payne:

Enclosed please find the documentation you requested to complete the filing of the Application for Amended Certificate of Authority of PNV.net, Inc.

If you have any questions or comments, please do not hesitate to contact me. Thank you for your assistance in this matter.

Sincerely,



Ashley W. Putnam
Corporate Paralegal

Enclosures

cc: James M. O'Connell

RALLIB01:523019.01

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. PNV.Net, Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware
Incorporated under laws of
3. October 19, 1995
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? July 29, 1999

5. PNV.net, Inc.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.

6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction

S. L. Conkling
Signature

8/10/99
Date

Stephen D. Conkling
Typed or printed name

President
Title

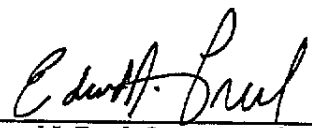
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

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 "PNV.NET, INC.", CHANGING ITS NAME FROM "PNV.NET, INC." TO "PNV.NET, INC.", FILED IN THIS OFFICE ON THE TWENTY-NINTH DAY OF JULY, A.D. 1999, AT 9 O'CLOCK A.M.




Edward J. Freel, Secretary of State

2543635 8100

991378694

AUTHENTICATION: 9964342

DATE: 09-10-99

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 09:00 AM 07/29/1999
991318150 - 2543635

CERTIFICATE OF AMENDMENT OF CERTIFICATE OF INCORPORATION
OF
PNV.NET, INC.

071399

It is hereby certified that:

1. The name of the corporation (the "Corporation") is PNV.Net, Inc.
2. The Certificate of Incorporation of the Corporation is hereby amended by striking out Article FIRST thereof and by substituting in lieu of said Article the following new Article FIRST:

"The name of the corporation is PNV.net, Inc."

3. The amendment of the Certificate of Incorporation herein certified has been duly adopted and written consent has been given in accordance with the provisions of Sections 228 and 242 of the General Corporation Law of the State of Delaware.

Signed on July 28, 1999.

PNV.NET, INC.

By: S. L. Conkling
Stephen Conkling, President

RALLIB01:516239.01