

F9600000/121
NATIONS BROADBAND, INC.

February 1, 2002

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

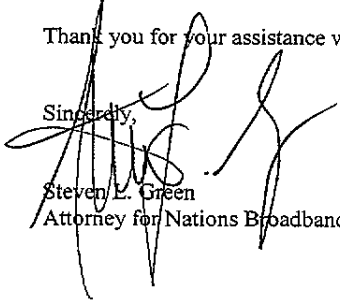
Re: Amended Application

Dear Sir/Madam:

Enclosed please find an original and one copy of our Application to File Amendment to Application for Authorization to Transact Business in Florida and our check in the sum of \$35.00. Please file the same and make the requested changes in our status.

Thank you for your assistance with this matter.

Sincerely,


Steven L. Green
Attorney for Nations Broadband, Inc.

encl:

500004864095--2
-02/04/02--01054--018
*****35.00 *****35.00

FILED
02 FEB -4 AM 10:56
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*ae 2/5
N/ckg*

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)

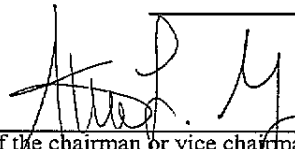
1. Nations Bell Inc.
(Name of corporation as it appears on the records of the Department of State)
2. Texas 3. 03/04/1996
(Incorporated under laws of) (Date authorized to do business in Florida)

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? 11-01-2001
5. Nations Broadband 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)


(Signature of the chairman or vice chairman of the board, president, or any officer, or if the corporation is in the hands of a receiver, trustee, or other court-appointed fiduciary, by that fiduciary)

Steven W. Green
(Typed or printed name)

7/10/02
(Date)

V.P.
(Title)

FILED
02 FEB -4 AM 10:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Gwyn Shea
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that on November 01, 2001, NATIONS BELL, INC., a Domestic Business Corporation (Filing # 125924300), changed its name to Nations Broadband, Inc..

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on January 11, 2002.



A handwritten signature in cursive script that reads "Gwyn Shea".

Gwyn Shea
Secretary of State