



96000001423

ARC Networks, Inc.
1770 Motor Parkway
Hauppauge, NY 11788
Tel: 516 582-2222
Fax: 516 582-1240

August 3, 1999

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

Dear Sirs;

Attached is ARC Networks amendment to change the name of the corporation from A.R.C. Networks, Corp. to A.R.C. Networks, Inc..

My telephone number is: 516 582 2222

Return Address is: Eugene Conlon
ARC Networks, Inc.
1770 Motor Parkway, Suite 300
Hauppauge, NY 11788

Respectfully,

A handwritten signature in black ink, appearing to be "E. Conlon", written over a horizontal line.

Eugene Conlon
VP Carrier Services

FILED
99 SEP -3 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

500002954505--5
-08/09/99-01114-003
*****35.00 *****35.00

NSP
9-8

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.)

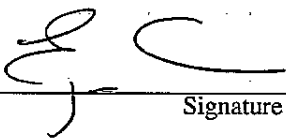
SECTION I
(1-3 MUST BE COMPLETED)

1. A.R.C. Networks, Corp.
Name of corporation as it appears on the records of the Department of State.
2. NEW YORK
Incorporated under laws of
3. 3-20-96
Date authorized to do business in Florida

FILED
99 SEP - 3 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, 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? 4-10-96
5. A.R.C. NETWORKS, 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

EUGENE CONLON
Typed or printed name

8-3-99
Date

V.P. CARRIER OPS
Title

State of New York }
Department of State }^{ss:}

I hereby certify that the annexed copy has been compared with the original document in the custody of the Secretary of State and that the same is a true copy of said original.

Witness my hand and seal of the Department of State on AUG 25 1999



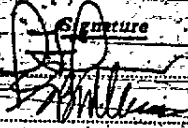
A handwritten signature in dark ink, appearing to read "J. Laube", followed by a long horizontal line.

Special Deputy Secretary of State

F960410000564

IN WITNESS WHEREOF, this certificate has been subscribed this 21 day of March 1996 by the undersigned who affirm(s) that the statements made herein are true, under the penalties of perjury.

Type name	Capacity in which signed
PETER E. PARRINELLO	PRESIDENT
GRAYZANA WUNK	SECRETARY

Signature


Certificate of Amendment of the Certificate of Incorporation of

A.R.C. NETWORKS CORP.

under Section 805 of the Business Corporation Law

Filed By: A.R.C. NETWORKS, INC.

Address: 1300 VETERANS MEMORIAL HIGHWAY
HAUPPAUGE, NY 11788

STATE OF NEW YORK
DEPARTMENT OF STATE

FILED APR 10 1996

TAXES

BY:

TLL
SUFF

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960410000569

Certificate of Amendment of the Certificate of Incorporation of

A.R.C. NETWORKS CORP.
under Section 805 of the Business Corporation Law

IT IS HEREBY CERTIFIED THAT:

(1) The name of the corporation is A.R.C. NETWORKS CORP.

(2) The certificate of incorporation was filed by the department of state on the 22ND day
of FEBRUARY 1993.

(3) The certificate of incorporation of this corporation is hereby amended to effect the following change:

THE CERTIFICATE OF INCORPORATION IS AMENDED TO CHANGE THE NAME OF THE
CORPORATION. - PARAGRAPH 1 OF THE CERTIFICATE OF INCORPORATION IS
AMENDED TO READ AS FOLLOWS:

1. THE NAME OF THE CORPORATION IS A.R.C. NETWORKS, INC.

(4) The amendment to the certificate of incorporation was authorized:

* first, by vote of the board of directors.

* first, by unanimous written consent of all the directors.

* and then at a meeting of shareholders by vote of a majority of all the outstanding shares entitled to vote thereon.

* and then by unanimous written consent of the holders of all the outstanding shares entitled to vote thereon.

* and then at a meeting of shareholders by vote of
of all the outstanding shares entitled to vote thereon as required by the certificate of incor-
poration.

* STRIKE OUT WHERE INAPPLICABLE

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