

F99000002537
AVIX™

Avix Technologies, Inc.

VIA FED EX

January 18, 2002

Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee FL 32399

500004788665--5
-01/22/02--01079--002
*****43.75 *****43.75

RE: USA Digital, Inc. / Avix Technologies, Inc.


To Whom It May Concern:

Enclosed please find the Transmittal Letter and Application to change the name of USA Digital, Inc. to Avix Technologies, Inc. Also included are the documents with the original stamp from the state of Nevada.

A check is enclosed in the amount of \$43.75, which will cover the filing fee and a Certified Copy of the name change, which should be returned to me.

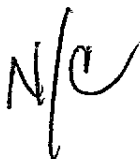
Thank you for your assistance. Please do not hesitate to call me if you have any questions.

Sincerely,


Carolyn Sue McCammon
Corporate Secretary

enclosure

FILED
02 JAN 31 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



T BROWN JAN 31 2002

601 Harbour Island Blvd. * Suite 103 * Tampa, Florida 33602



Avix Technologies, Inc.

January 28, 2002

Teresa Brown
Corporate Specialist
Florida Department of State
Division of Corporations
P O Box 6327
Tallahassee FL 32314

RE: USA Digital of Nevada, Inc.
Ref. Number F99000002537
Letter Number 602A00004412

Dear Ms. Brown:

In response to your recent letter and our phone conversation, I have listed the name of the corporation in its proper form, so the name change to Avix Technologies can be effected.

Please call me if you have any questions. Thank you for your assistance in this matter.

Sincerely,

Carolyn Sue McCammon
Corporate Secretary

enclosure

RECEIVED
02 JAN 31 AM 11:07
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 25, 2002

CAROLYN SUE MCCAMMON
AVIX TECHNOLOGIES, INC.
601 HARBOUR ISLAND BLVD., SUITE 103
TAMPA, FL 33602

SUBJECT: USA DIGITAL OF NEVADA, INC.
Ref. Number: F99000002537

We have received your document for USA DIGITAL OF NEVADA, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown
Corporate Specialist

Letter Number: 602A00004412

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)

- USA Digital, Inc. doing business in Florida as
1. USA DIGITAL OF NEVADA, INC.
(Name of corporation as it appears on the records of the Department of State)
2. NEVADA
(Incorporated under laws of)
3. 5/18/99
(Date authorized to do business in Florida)

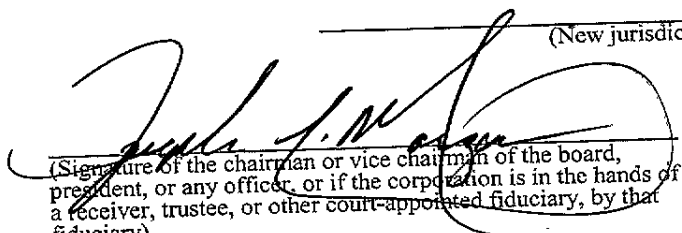
FILED
02 JAN 31 PM 4:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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? 1/4/02
5. AVIX TECHNOLOGIES, 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)
JOSEPH L. MORGAN
(Typed or printed name)

1/18/2002
(Date)
PRESIDENT
(Title)

FILED # C5212-99

JAN 04 2002

**USA DIGITAL, INC.
CERTIFICATE OF AMENDMENT**

IN THE OFFICE OF
Dean Heller
DEAN HELLER, SECRETARY OF STATE

I, Mark D. Cobb, President and Chief Operating Officer of USA Digital, Inc. (the Corporation), do hereby certify as follows:

WHEREAS, the Corporation's Board of Directors approved the amendment herein described by resolution passed on October 18, 2001; and

WHEREAS, the Corporation's shareholders approved the amendment herein described by Action by Written Consent executed by the holders of a least a majority of the voting power of the Corporation on October 18, 2001.

NOW THEREFORE, in accordance with Sections 78.385 and 78.390 of the Nevada Revised Statutes:

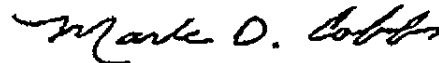
Section FIRST of the Corporation's Articles of Incorporation is hereby amended to read in its entirety as follows:

FIRST: The name of the corporation is:

Avix Technologies, Inc.

IN WITNESS WHEREOF, I have made, signed and acknowledged this certificate.

Date: October 18, 2001



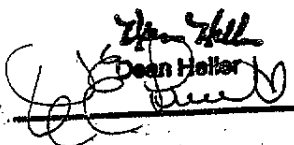
Mark D. Cobb
President and Chief Operating
Officer

Pursuant to Section 78.765 of the Nevada Revised Statutes, please find a check enclosed in the amount of \$75.00 for filing fees.

STATE OF NEVADA
Secretary of State

I hereby certify that this is a true and
complete copy of the document as filed in
this office.

JAN 04 2002

By  Dean Heller