

I-Link
G35222

April 9, 2002

By Federal Express

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

400005235394-9
-04/10/02--01045--002
*****43.75 *****43.75

Re: I-Link Incorporated

Dear Sir or Madam:

Enclosed for filing for the above-referenced corporation are Articles of Amendment to the Amended and Restated Articles of Incorporation of I-Link Incorporated dated April 9, 2002. Upon filing, please provide us with a Certificate of Filing. Our check payable to the Division of Corporations in the amount of \$43.75 in payment of the filing fee and certificate charge is also enclosed.

Thank you for your assistance.

Sincerely,
I-LINK INCORPORATED

Debra J. Doucette

Debra Doucette
(801) 553-6838

cc: Helen Seltzer
David Boillot
Ralph DeMartino
Jeff Hollingworth

*Amendment
NFO
4-11-2002*

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2002 APR 10 AM 10:11

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DIVISION OF CORPORATIONS

2002 APR 10 AM 10:11

ARTICLES OF AMENDMENT TO THE
AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF

I-LINK INCORPORATED

Pursuant to the Amended and Restated Articles of Incorporation of the Corporation, as amended (the "Articles of Incorporation") and the provisions of Section 607.1003 of the Florida Business Corporation Act, the shareholders of the Corporation have resolved to amend Article III(a) of the Articles of Incorporation as set forth in Section B herein.

- A. The name of the corporation is I-Link Incorporated.
- B. Article III of the Articles of Incorporation shall be amended by the substitution of the following paragraph (a) for paragraph (a) of Article III:

"(a) Three Hundred Million (300,000,000) shares of common stock, having a par value of \$.007 per share (the "Common Stock"); and"

- C. The amendment set forth in the foregoing Section B was duly approved and adopted by the majority of all votes entitled to be cast by the Shareholders of the Corporation at a meeting held on September 20, 2001, pursuant to the provisions of the Florida Business Corporation Act. The number of votes cast were sufficient for approval.


IN WITNESS WHEREOF, I-Link Incorporated has caused these Articles of Amendment to the Amended and Restated Articles of Incorporation to be executed by its President and attested to by its Secretary on this 9th day of April 2002.

I-LINK INCORPORATED



Helen Seltzer, President

Attested to:



Jeff Hollingworth, Secretary