

L99000004760

PEOPLE COMM INTERNATIONAL, LLC
 #501-2
 120 SOUTH OLIVE AVENUE
 WEST PALM BEACH, FL 33401

City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. PEOPLE COMM INTERNATIONAL LLC
 (Corporation Name) (Document #) /
2. _____
 (Corporation Name) (Document #) L99-4760
3. _____
 (Corporation Name) (Document #) 200002991642--4
-09/20/99--01137--001
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4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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used for affidavit decreasing

SECRETARY OF STATE
 TALLAHASSEE FLORIDA
 99 SEP 20 PM 3:30

FILED
LC
9/20

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 17, 1999

PEOPLE COMM INTERNATIONAL, LLC
#501-2
120 SOUTH OLIVE AVENUE
WEST PALM BEACH, FL 33401

SUBJECT: PEOPLE COMM INTERNATIONAL, L.L.C.
Ref. Number: L99000004760

We have received your document for PEOPLE COMM INTERNATIONAL, L.L.C.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$52.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

There are separate filing fees for an amendment, and for an affidavit of contributions. The \$52.50 you submitted was applied to the affidavit filing, and we are retaining the amendment form. Please submit a check for \$52.50 and we will file the amendment.

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) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 899A00041418

CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
PEOPLE COMM INTERNATIONAL, L.L.C.

A. The Articles of Organization ("Articles") of People Comm International, L.L.C., a Florida limited liability company ("Company") were filed on August 3, 1999.

B. The following amendments to the Articles were adopted by the Company:

1. Article VI is amended in its entirety to add initial managers, and shall read as follows:

Article VI
Management

The Company shall be managed by its managers in accordance with the Operating Agreement and Regulations adopted by the members for the management of the business and affairs of the Company. Each initial manager will serve until the first annual meeting of the members or until their successors are elected and qualified. The names and addresses of the initial managers of the Company are as follows:

Name	Address
David Dragon	120 South Olive Avenue Suite #501-2 West Palm Beach, Fl 33401
Steve Friedman	120 South Olive Avenue Suite #501-2 West Palm Beach, Fl 33401
Ivan Vlasak	2455 Hollywood Boulevard Hollywood, Fl 33020
John F. DeMarco	2455 Hollywood Boulevard Hollywood, Fl 33020

C. The Affidavit of Membership and Contribution filed with the original Articles is hereby amended in its entirety and attached hereto as Exhibit "A".

IN WITNESS WHEREOF, the undersigned members have made and executed this Certificate of Amendment to the Articles of Organization this 5th day of August, 1999.

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TALLAHASSEE FLORIDA

MEMBERS

intellswitch, Inc.
a Florida corporation

By David Dragon
David Dragon, Chief
Executive Officer

Ivan Vlasak
Ivan Vlasak

John F. DeMarco
John F. DeMarco

Frank de la Renta
Frank de la Renta

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

EXHIBIT "A"

AFFIDAVIT OF MEMBERSHIP AND CONTRIBUTIONS

The undersigned members of People Comm International, L.L.C, a Florida limited liability company, depose and say:

1. The above named limited liability company has four members.

2. The total amount of cash contributed by the members is \$ 12,000.00.

3. The agreed value of property other than cash contributed by members is \$ 4,000 for property described as computers.

4. The total amount of cash or property anticipated to be contributed by members is \$ 50,000.00. This total includes amounts from 2. and 3. above.

In accordance with Section 608.408(3), Florida Statutes, the execution of this affidavit constitutes an affirmation under penalties of perjury that the facts stated herein are true.

Members

Intelliswitch, Inc.

By: David Dragon
Its: CEO

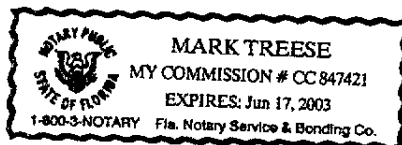
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99 SEP 20 PM 3:31
SECRETARY OF STATE
TALLAHASSEE FLORIDA

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this 4th day of August, 1999, by David Dragon as Chief Executive Officer of Intelliswitch, Inc., a Florida corporation on behalf of the corporation. He () is personally known to me or () produced FL DL as identification.

0625-176-70-420-0

Mark Treese
Notary Public
State of Florida
My Commission Expires:



STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 5th
day of August, 1999 by Ivan Vlasak who () is personally known to
me or (X) produced FL DL as identification.

V 422-416-61-004-0

[Signature]
Notary Public
My commission expires:

STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 5th
day of August, 1999 by John F. DeMarco who () is personally
known to me or (X) produced FL DL as identification.

D 562-466-50-302-0

[Signature]
Notary Public
My commission expires:

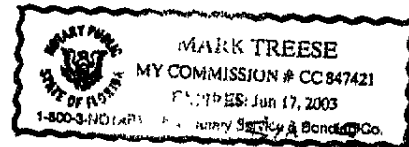
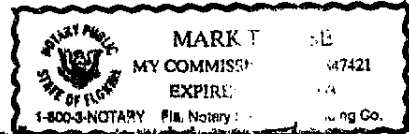


STATE OF FLORIDA
COUNTY OF Palm Beach

The foregoing instrument was acknowledged before me this 5th
day of August, 1999 by Frank de la Renta who () is personally
known to me or (X) produced FL DL as identification.

D 465-256-64-271-0

[Signature]
Notary Public
My commission expires:



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SECRETARY OF STATE
TALLAHASSEE FLORIDA