

ST. ARNOLD & STEARNS
CHARTERED
ATTORNEYS AT LAW

Jack R. St. Arnold, Esq.

James R. Stearns, Esq.

Charles M. Phillips, Jr., Esq.
Of Counsel

Kim L. Kaszuba, Esq.

PO0000042725

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: INTERNET QUALITY & PERFORMANCE, INC.

300003258233-7
-05/18/00--01123--010
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed please find for filing the original and one copy of the Articles of Amendment on behalf of the referenced corporation. Also enclosed is our check in the amount of \$35.00.

Thank you for your kind assistance.

Sincerely,



Kim L. Kaszuba

KLK/sv
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 22 AM 11:09-

Kim Kaszuba gave Authorization
to correct the corp. name. 6/6
B

Amend

sp-us
6/7/00

ARTICLES OF AMENDMENT

OF

GATORBAIT TELEPHONY AND TECHNOLOGY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 MAY 22 - AM 11:09

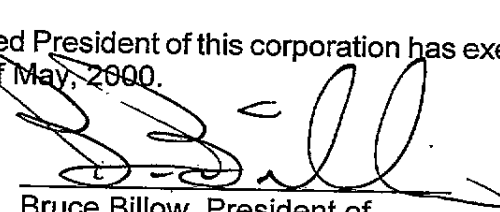
Pursuant to the provision of Section 607.1006 of the Florida General Corporation Act, the Articles of Incorporation of the above-named corporation are hereby amended as follows:

1. Article IX SUBSCRIBER is hereby deleted in its entirety and in its place shall be the following:

<u>Name</u>	<u>Address</u>	<u>No. Of Shares</u>
Stephen Bennett, Trustee of the GTT Industries Trust dated March 21, 2000	1244 South Pinellas Ave., Tarpon Springs, FL 34689	2,600
Stephen Bennett	1244 South Pinellas Ave., Tarpon Springs, FL 34689	2,600
Bruce Billow	1244 South Pinellas Ave., Tarpon Springs, FL 34689	1,300

2. The foregoing amendment was adopted by written consent of all of the Directors and Shareholders entitled to vote thereon, pursuant to Florida Statutes Section 607.1006, on this 16th day of May, 2000.

IN WITNESS WHEREOF, the undersigned President of this corporation has executed these Articles of Amendment on the 16th day of May, 2000.


Bruce Billow, President of
GATORBAIT TELEPHONY AND TECHNOLOGY, INC.

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledge before me this 16th day of May, 2000, by Bruce Billow.

Notary Public State of Florida:

Sign Stacy L. Vargas
Print Stacy L. Vargas

Personally Known or
Produced Identification X

Type of Identification Produced New Jersey Driver License

My Commission Expires:

Affix Seal Below:

