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Olga Weidenburn
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Office Use Only

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

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-07/31/00--01122--002
*****35.00 *****35.00

- 1. _____
(Corporation Name) (Document #)
- 2. _____
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
JUL 31 AM 9:45
FILED

T. LEWIS AUG 4 2000

Examiner's Initials

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

FILED
00 JUL 31 AM 9:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EQUAL ACCESS GROUP CORP.
(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE # 5: THE OFFICERS SHALL BE:

PRESIDENT: OLGA WEDDERBURN

VICE-PRESIDENT: WILVER WEDDERBURN

SECRETARY: MARCELO TORRES

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE
OF THE CORPORATION.

PLEASE DELETE: FREDDY BREA AND GERSON RICARDO

ARTICLE # 6: THE DIRECTORS SHALL BE:

WILVER WEDDERBURN

OLGA WEDDERBURN

MARCELO TORRES

WHOSE ADDRESSES SHALL BE THE SAME AS THE PRINCIPAL OFFICE
OF THE CORPORATION.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 7-27-00

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
voting group

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 27 day of July, 2000

Signature Olga Wedderburn
(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

OLGA WEDDERBURN
Typed or printed name

DIRECTOR
Title