

P00000047315

CT CORPORATION SYSTEM

CORPORATION(S) NAME

Axian Communications, Inc.

FILED  
01 AUG -8 PM 4:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
01 AUG -8 PM 3:59  
DIVISION OF CORPORATION

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
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<input type="checkbox"/> Mail Out		

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Examiner \_\_\_\_\_  
Updater \_\_\_\_\_  
Verifier \_\_\_\_\_  
W.P. Verifier \_\_\_\_\_

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Order#: 4714160

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Ref#: \*\*\*\*\*35.00 \*\*\*\*\*35.00

Amount: \$ \_\_\_\_\_

660 East Jefferson Street  
Tallahassee, FL 32301  
Tel. 850 222 1092  
Fax 850 222 7615

08-09-01  
CC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT  
TO  
AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
AXIAN COMMUNICATIONS, INC.

Pursuant to the provisions of Sections 607.1003 and 607.1006 of the Florida Business Corporation Act, AXIAN COMMUNICATIONS, INC., a Florida corporation, Document Number P00000047315, (the "Corporation"), in accordance with a vote of the shareholders effective as of August 8, 2001, at which the number of votes cast for the amendment contained herein were sufficient for approval, hereby adopts the following amendment to the Corporation's Amended and Restated Articles of Incorporation as follows:

1. Article III of the Amended and Restated Articles of Incorporation is hereby deleted in its entirety and the following shall be inserted as the new Article III:

"ARTICLE III

Stock

The Corporation is authorized to issue two classes of stock to be designated, respectively, "Common Stock" and "Preferred Stock." The total number of shares of Common Stock the Corporation shall have authority to issue is 100,000,000, par value \$0.01 per share. The total number of shares of Preferred Stock the Corporation shall have authority to issue is 30,000,000, par value \$0.01 per share. The Preferred Stock may be issued in one or more series as shall from time to time be created and authorized by the Board of Directors, with such voting powers, full or limited, or no voting powers, and with such designations, preferences and relative, participating, optional or other special rights, and qualifications, limitations or restrictions thereon as set forth in a resolution adopted by the Board of Directors."


2. Article IV Section 1 of the Amended and Restated Articles of Incorporation is hereby deleted in its entirety and the following shall be inserted as new Article IV Section 1:

ARTICLE IV

Designation of the Preferred A Stock

1. Designation. 40,000 shares of Preferred Stock are hereby designated as Series A Convertible Preferred Stock, par value \$.01 per share (the "Preferred A Stock"), and shall have the following rights, terms and privileges:"

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment this 8<sup>th</sup> day of August, 2001.

BY:   
Randall J. Zimmerman  
Vice President