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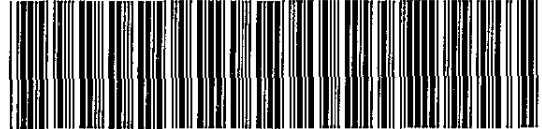
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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FILED
2003 MAR 25 PM 12:39
TALLAHASSEE, FLORIDA
DIVISION OF STATE

03/25/03--01050--012 **43.75

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03 MAR 25 AM 11:16
TALLAHASSEE, FLORIDA
DIVISION OF STATE

C. Coulliette, MAR 25 2003

CT CORPORATION

March 25, 2003

Secretary of State, Florida
409 East Gaines Street
Tallahassee FL 32399

Re: Order #: 5815021 SO
Customer Reference 1: 80424-0001
Customer Reference 2:

Dear Secretary of State, Florida:

Please file the attached:

Cascommunications, Inc. (FL)
Certificate of Status/Authorization-Domestic
Florida

Cascommunications, Inc. (FL)
Amendment
Florida

Enclosed please find a check for the requisite fees. Please return evidence of filing(s) to my attention.

If for any reason the enclosed cannot be filed upon receipt, please contact me immediately at
(850) 222-1092. Thank you very much for your help.

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

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
CASCOMMUNICATIONS, INC.

FILED
2003 MAR 25 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CASCOMMUNICATIONS, INC., a corporation organized and existing under and by virtue of the Florida Business Corporation Act,

DOES HEREBY CERTIFY:

FIRST: That the Board of Directors of said Corporation adopted resolutions proposing and declaring advisable the following amendment to the Articles of Incorporation, as previously amended, of said Corporation:

RESOLVED, that Sections 8.1 and 8.2 of the Amended and Restated Articles of Incorporation of said Corporation shall hereby be deleted in their entirety and the following sections shall be substituted in lieu thereof:

8.1 Authorized Shares: The Corporation is authorized to issue two classes of capital stock, one of which is designated Common Stock, with a par value of (\$.001) per share (the "**Common Stock**") and the second of which is designated as preferred stock, with a par value of (\$.001) per share (the "**Preferred Stock**"). Immediately upon the occurrence of the "One-Time Reverse Stock Split" described in Section 8.2 below, the total number of shares of capital stock that the Corporation has the authority to issue is one million two hundred thousand (1,200,000), consisting of one million (1,000,000) shares of Common Stock and two hundred thousand (200,000) shares of Preferred Stock.

8.2 One-Time Share Combination: Upon the filing and effectiveness (the "**Effective Time**") of this amendment to the Corporation's Amended and Restated Articles of Incorporation pursuant to the Florida Business Corporation Act, each one-hundred (100) shares of the Corporation's Class A Common Stock, par value per share \$.0001, and Class B Common Stock, par value per share \$.0001 (collectively, the "**Old Common Stock**"), issued and outstanding immediately prior to the Effective Time shall be combined into one (1) validly issued, fully paid and non-assessable share of the Corporation's Common Stock (the "**New Common Stock**"), rounded up to the nearest whole number, without any action by the holder thereof. Each certificate that theretofore represented shares of Old Common Stock shall thereafter represent that number of shares of New Common Stock into which the

shares of Old Common Stock represented by such certificate shall have been combined; provided, that each person holding of record a stock certificate or certificates that represented shares of Old Common Stock shall receive, upon surrender of such certificate or certificates, a new certificate or certificates evidencing and representing the number of shares of New Common Stock to which such person is entitled under the foregoing combination.

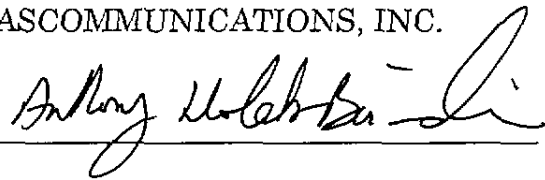
SECOND: That in lieu of a meeting and vote of the stockholders, the stockholders have given unanimous written consent to said amendment in accordance with the provisions of Sections 607.0704, 607.1001 and 607.1003 of the Florida Business Corporation Act and written notice of the adoption of the amendment has been given as provided in Section 607.0704, 607.1001 and 607.1003 of the Florida Business Corporation Act to every stockholder entitled to such notice.

THIRD: That the aforesaid amendment was duly adopted in accordance with the applicable provisions of Sections 607.1001 and 607.0704 of the Florida Business Corporation Act by a Unanimous Written Consent of the Board of Directors of the Corporation on December 31, 2002, and a Unanimous Written Consent of Shareholders of the Corporation on December 31, 2002.

[The remainder of this page intentionally left blank.]

IN WITNESS WHEREOF, said Corporation has caused this certificate to be signed by Anthony Hobbs Boiardi, as its President and Chief Executive Officer, this 14th day of January 2003.

CASCOMMUNICATIONS, INC.

A handwritten signature in cursive script, reading "Anthony Hobbs Boiardi", is written over a horizontal line.