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Division of Corporations

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USA VOICE MAIL, INC.

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ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
USA VOICE MAIL, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act (the "Act"), the Articles of Incorporation of USA VOICE MAIL, INC., a Florida corporation (the "Corporation") are hereby amended as follows:

1. The name of the Corporation is USA VOICE MAIL, INC.
2. Article II of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE II PRINCIPAL OFFICE"

The address of the principal office and the mailing address of this corporation is 3519 Palm Harbor Boulevard, Palm Harbor, Florida 34683."

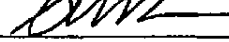
3. The Articles of Incorporation of the Corporation are hereby further amended by adding Article VI, which shall read as follows:

"ARTICLE VI PREEMPTIVE RIGHTS"

This corporation elects to have preemptive rights."

4. The foregoing amendment was adopted on June 4, 2008, by the written consent of the shareholders of the Corporation in accordance with the provisions of Sections 607.1003(6) and 607.0704 of the Act.
5. The sole voting group entitled to vote on this amendment consists of the holders of voting common stock of the Corporation, and the number of votes cast for this amendment by the written consent of that voting group was sufficient for approval by it.

USA VOICE MAIL, INC.

By: 
Name: Scott A. Lucas
Title: President
Date: 6/4/08

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