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TALLAHASSEE, FLORIDA

6-2

Hill & Company

CPA, P.A.

CERTIFIED PUBLIC ACCOUNTANTS

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May 24, 2005

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

RE: Articles of Amendment
Stonehenge Telecom, Inc.

Dear Sirs:

Enclosed please find the Articles of Amendment for the above referenced Corporation, and a check in the amount of \$35.00 for the filing fee.

Please direct any questions and your response to the following address: Hill & Company, CPA, 1318 Lafayette Street, Cape Coral, Florida 33904.

Thank you.

Thomas W. Hill CPA

Thomas W. Hill
Hill & Company, CPA, P.A.

Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

Stonehenge Telecom, Inc.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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- Officers

DELETE	Brandon Jakes, President
AMENDED	Phil Carrow, President

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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: May 24, 2005

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 day 24 of May, ~~18~~ 2005.

Signature 
(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)

Phil Carrow

Typed or printed name

Vice President

Title