



137398

January 24, 2001

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Change in Corporate Name

700003673947--5
-02/12/01-01038--005
*****43.75 *****43.75

To Whom It May Concern:

Enclosed, for your processing, please find an original certificate from the state of incorporation, dated January 17, 2001, evidencing the Amendment to the Certificate of Incorporation along with the Application by Foreign Profit Corporation to File Amendment to Application for Authorization to Transact Business in Florida. Also enclosed is a check payable to the Department of State in the amount of \$43.75 representing the filing fee plus a certified copy.

The corporate name should be changed from "Sims Communications Inc." to "MedCom USA, Incorporated".

Your prompt attention to this matter is appreciated.

Sincerely,

MedCom USA, Inc.

Alan J. Ruben
Chief Financial Officer

Enclosure

FILED
01 FEB 12 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ac 2/14/01
K/C
EMED
NASDAQ
LISTED

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. Sims Communications Inc.
Name of corporation as it appears on the records of the Department of State.
2. Delaware 3. February 6, 1992
Incorporated under laws of Date authorized to do business in Florida


SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? October 14, 1999
5. MedCom USA, Incorporated
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.

New Duration

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

New Jurisdiction



Signature

January 24, 2001

Date

Mark E. Bennett

Typed or printed name

President and CEO

Title

FILED
01 FEB 12 AM 8:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

State of Delaware
Office of the Secretary of State

PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "SIMS COMMUNICATIONS INC.", CHANGING ITS NAME FROM "SIMS COMMUNICATIONS INC." TO "MEDCOM USA, INCORPORATED", FILED IN THIS OFFICE ON THE FOURTEENTH DAY OF OCTOBER, A.D. 1999, AT 1:30 O'CLOCK P.M.



Harriet Smith Windsor

Secretary of State

2271209 8100

010014656

AUTHENTICATION: 0920558

DATE: 01-17-01

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS
FILED 01:30 PM 10/14/1999
991435160 - 2271209

SIMS COMMUNICATIONS INC.
AMENDMENT
to the
CERTIFICATE OF INCORPORATION

Pursuant to the provisions of the Delaware General Corporation Law, Sims Communications Inc. adopts the following Amendment to its Certificate of Incorporation;

The following amendment was adopted on October 14, 1999. Such amendment was adopted by a vote of the shareholders. Notice of the Meeting of Shareholders at which the amendment was adopted was given in accordance with Section 222 of the Delaware General Corporation Law. The number of shares voted for the amendment was sufficient for approval pursuant to Section 242 of the Delaware General Corporation Law.

Amendment

The First Article of the Certificate of Incorporation is amended to read as follows:

The name of the corporation is Medcom USA, Incorporated.

SIMS COMMUNICATIONS INC.

By 

Mark Bennett

Date: October 14, 1999

Sims amend to cert. of incorp