

P94000006879



ACCOUNT NO. : 072100000032

REFERENCE : 229491 8796A

AUTHORIZATION : Patricia Pizant

COST LIMIT : \$ 35.00

ORDER DATE : May 5, 1999

ORDER TIME : 2:20 PM

ORDER NO. : 229491-005

CUSTOMER NO: 8796A

CUSTOMER: Ms. Amy Herstine
Schifino & Fleischer
One Tampa City Center, #2700
201 North Franklin Street
Tampa, FL 33602

500002864205--1

RECEIVED

99 MAY -5 PM 3:14

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

DOMESTIC AMENDMENT FILING

NAME: VIRTUAL NETWORK, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

FILED
99 MAY -5 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CC
Amend.
5-5-99

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VIRTUAL NETWORK, INC.**

FILED
99 MAY -5 PM 3:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIRTUAL NETWORK, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), in order to amend its Articles of Incorporation, in accordance with the requirements of Chapter 607, Florida Statutes, does hereby submit these Articles of Amendment of its Articles of Incorporation and in connection therewith does hereby state as follows:

1. The name of the Corporation is **VIRTUAL NETWORK, INC.**
2. Section (c) of Article IV of Articles of Incorporation of the Corporation is amended to read as follows:

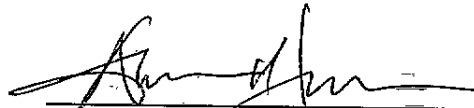
ARTICLE IV - CAPITAL STOCK

(c) Voting

The entire voting power of this corporation shall be vested in the Class A Voting Common Stock, each share of which shall entitle the holder thereof to one vote at each meeting of the stockholders of this corporation; and, except as otherwise provided by law, holders of the Class B Non-Voting Common Stock shall not be entitled to any voting rights. There shall be no cumulative voting of the stock of this corporation, whether in connection with the election of directors of this corporation or otherwise.

This Amendment was approved by written unanimous consent of the Corporation's board of directors, and was recommended by the board of directors to the Corporation's shareholders. This Amendment was approved by the holders of more than 2/3 of the Corporation's common stock entitled to vote at the meeting, which is the only group of the Corporation's shareholders entitled to vote on the Amendment, and the number of votes in favor of the Amendment was sufficient for approval.

IN WITNESS WHEREOF, the Corporation has caused this Amendment to its Articles of Incorporation to be executed this 28th day of April, 1999.


David Jones, Vice-President