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October 15, 1997

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GARY L. WILKINSON
L. PETER JOHNSON (1942-1988)

Florida Secretary of State
Division of Corporations
409 East Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

Re: SateLink Systems Corp.

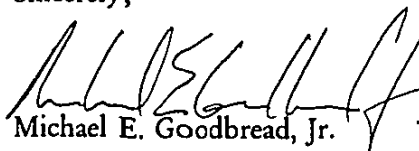
Dear Sir/Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of SateLink Systems Corp., a Florida corporation, which Amendment was approved by the Board of Directors and Shareholders pursuant to Florida Statutes § 607.1003.

In addition, we enclose our firm's check in the amount of \$35.00 for your filing fee. Please forward a date-stamped copy of the filing to the undersigned in the self-addressed, stamped envelope provided.

If you have any questions, please do not hesitate to contact me.

Sincerely,


Michael E. Goodbread, Jr.

MEG, Jr./rd
Enclosures

*Michael Goodbread gave Authorization
to add date of Adoption. 10/21 MS*

800002323068--5
-10/17/97-00000-012
*****35.00 *****35.00

Amend

OCT 21 1997

FILED
97 OCT 17 PM 12:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
SATELINK SYSTEMS CORP.

FILED
97 OCT 17 PM 12:21
SECRETARY OF STATE
TALLAHASSEE FLORIDA

1. The name of the corporation is SateLink Systems Corp. (the "Corporation").
2. Article III of the Articles of Incorporation of the Corporation is hereby amended in its entirety to read as follows:

"ARTICLE III - CAPITAL STOCK

The corporation is authorized to issue 1000 shares of common stock having a par value of One Dollar (\$1.00) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the shareholder(s), any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation."

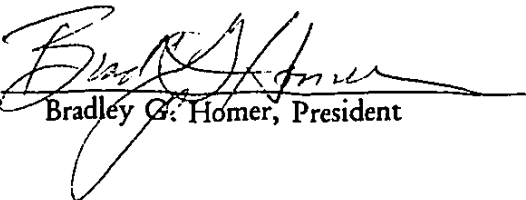
3. The foregoing amendment was unanimously adopted by all of the shareholders entitled to vote thereon and all of the members of the Board of Directors of the Corporation by written consent pursuant to sections 607.1003, Florida Statutes (1995). The holders of the common shares of the Corporation, the only class of shares of the corporation, constitute the only voting group entitled to vote on the amendment. The date of adoption was September 29, 1997.

4. The foregoing amendment shall become effective upon the date of filing of these Articles of Amendment with the Secretary of State of the state of Florida.

IN WITNESS WHEREOF, the undersigned officer of the aforesaid corporation has
executed these Articles of Amendment this 29th day of September, 1997.

SATELINK SYSTEMS CORP.

By:


Bradley G. Homer, President