



THE UNITED STATES
CORPORATION
COMPANY

P94 0000 47065

ACCOUNT NO. : 072100000032

REFERENCE : 263311 4346344

AUTHORIZATION :

COST LIMIT : \$ 35.00

Patricia Pzyit

ORDER DATE : February 18, 1997

ORDER TIME : 9:31 AM

ORDER NO. : 263311-045

CUSTOMER NO: 4346344

900002094209--1

CUSTOMER: Ms. Denise Newman
Phoenix Network, Inc.
1687 Cole Blvd.

Golden, CO 80401

CHANGE OF AGENT

NAME: AMERICONNECT, INC.

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY

CONTACT PERSON: Debbie Skipper

N. HENDRICKS FEB 24 1997

FILED
97 FEB 19 11:11 AM
SECRET
TALMADGE

FILED
97 FEB 21 11:11 AM
SECRET
TALMADGE



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 21, 1997

CSC

TALLAHASSEE, FL

SUBJECT: AMERICONNECT, INC.
Ref. Number: P94000047065

We have received your document for AMERICONNECT, INC. and the authorization to debit your account in the amount of \$35.00. However, the document has not been filed and is being returned for the following:

The enclosed print out reflects the current registered agent on file with our office.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6903.

Nancy Hendricks
Corporate Specialist

Letter Number: 397A00009419

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
DELAWARE submits the following statement in order to change its registered office
or registered agent, or both, in the State Florida.

1a. The name of the corporation is: _____
AMERICONNECT, INC.

1b. Date of incorporation: _____ Document number _____

2. The name and address of the current registered agent and office:
Fiers, Rogers
7945 East Drive #207, North Bay Village, FL 33141

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)
CORPORATION SERVICE COMPANY
1201 Hays Street, Tallahassee, Florida 32301

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.




SIGNATURE
2/11/97

DATE

JEFFREY L. BAILEY
SR VICE PRESIDENT

Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-
plete PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

CORPORATION SERVICE COMPANY
VICKI SCHREIBER
SIGNATURE By: 

ASST VICE PRESIDENT
DATE 2/20/97