

# P94000055754



.....your connection to the future

October 20, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-10/23/97--01035--019  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

RE: ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF PCS  
TELECOM, INC.

FILED  
97 OCT 23 PM 2:17  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Dear Sir or Madam:

Enclosed please find a duly adopted Articles of Amendment of Articles of Incorporation for PCS Telecom, Inc.. These Articles of Amendment include both the resignation of a officer and director and the appointment of a new officer. I have included the statutory fee of \$35.00 to process this amendment. If you have any questions, please do not hesitate to contact me.

Sincerely,

James L. Green  
General Counsel

VS OCT 29 1997

Amend.

Corporate Headquarters:  
304 Tequesta Drive • Tequesta, Florida 33469 • 561/745-1688 • Fax:561/745-1169 • [www.pcstelecom.com](http://www.pcstelecom.com)

Our goal is to establish our company as the premier voice processing company in the world. To do this we must earn the continuing loyalty of customers by providing them with voice solutions which they acknowledge to be of superior value and exceptional performance surpassing all expectations.

**ARTICLES OF AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
PCS TELECOM, INC.  
(FS §§607.1001, 607.1004, 607.1006, 607.1009)**

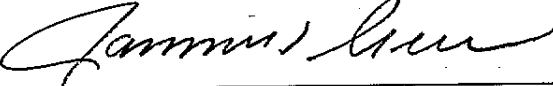
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The following provision of the Articles of Incorporation of PCS Telecom, Inc., a Florida corporation, filed in Tallahassee on July 27, 1994, be and they hereby are amended in the following particulars:

1. The name of the corporation is PCS Telecom, Inc..
2. David Dragon, hereby resigns as Officer, Director and employee of PCS Telecom, Inc. a corporation organized under the laws of the State of Florida. The corporation has been notified in writing of the resignation.
3. James L. Green, has been elected as General Counsel and Secretary of PCS Telecom, Inc., a corporation organized under the laws of the State of Florida.
4. The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.
5. The date of adoption of this amendment was the 20<sup>th</sup> day of October, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation has executed these Articles of Amendment this 20<sup>th</sup> day of October, 1997.

  
\_\_\_\_\_  
Mark H. Balentine, President

  
\_\_\_\_\_  
James L. Green, Secretary