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(1938-1996)

April 23, 1998

Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-04/27/98--01099--010
*****52.50 *****52.50

Re: Repeater Network, Inc.
Our File No.: 167.06229

Dear Gentleperson:

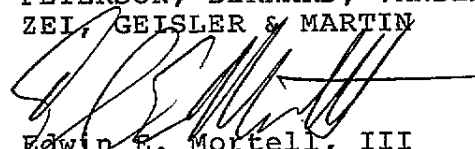
Enclosed please find the Articles of Amendment to Articles of Incorporation of Repeater Network, Inc. form.

I have also enclosed a check in the amount of \$52.50 representing payment for the processing of this document.

If you have any questions regarding this matter please feel free to call me collect.

Very truly yours,

PETERSON, BERNARD, VANDENBERG,
ZEI, GEISLER & MARTIN


Edwin E. Mortell, III
For the Firm

EEM/bm
Enclosures
cc: Mr. Harry Fitzgerald

980f
APR 27 AM 11:10
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
EFFECTIVE DATE
4/30/98

Amend.

VS MAY 4 1998

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STUART, FLORIDA 34996
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FORT LAUDERDALE, FLORIDA 33302

FORT MYERS/NAPLES AREA
1-800-393-3901

*Bonnie gave Authorization to
add date of adoption 4/5/1
YS*

FILED
98 APR 27 AM 11:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4/30/98

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
REPEATER NETWORK, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, REPEATER NETWORK, INC., (hereinafter referred to as the "Corporation") adopts the following Articles of Amendment to its Articles of Incorporation:

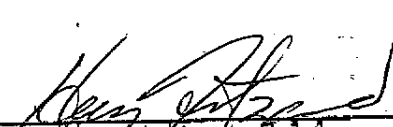
FIRST: Article IV of the Corporation's original Articles of Incorporation executed November 1, 1994 and filed November 3, 1994 is hereby amended to allow the Corporation to issue an additional 1000 shares of One Dollar (\$1.00) par value stock; with this Amendment, the Corporation has been given the power to issue a total of 2000 shares of One Dollar (\$1.00) par value stock.

SECOND: The effective date of this Amendment to Article IV of the Corporation's Articles of Incorporation is April 30, 1998.

THIRD: Adoption of Amendment: Date April 21, 1998

The Amendment was approved by the sole shareholder of the Corporation. The number of votes cast for the Amendment was sufficient for approval.

Signed this 21 day of April, 1998.

Signature: 

BY: Harry Fitzgerald,
President of Repeater Network, Inc.