



THE UNITED STATES
CORPORATION
COMPANY

P95000004116

ACCOUNT NO. : 072100000032

REFERENCE : 907021 5040615

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 28, 1998

ORDER TIME : 12:20 PM

ORDER NO. : 907021-005

CUSTOMER NO: 5040615

000002600640--3
-07/28/98-01066-025
*****35.00 *****35.00

CUSTOMER: Mr. Edwin Salmon
National Solutions Corporation
Suite 107
4707 140th Avenue North
Clearwater, FL 33762

DOMESTIC AMENDMENT FILING

NAME: AFFILIATED COMMUNICATIONS
INTEGRATORS CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT + N/C
 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
98 JUL 28 PM 1:44
RECEIVED
98 JUL 28 PM 1:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
DIVISION OF CORPORATION

Do 7/28

Do 7/28

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF**

AFFILIATED COMMUNICATIONS INTEGRATORS CORP.

Pursuant to the provisions of §607.1003(6), Fla. Stat., the Florida Business Corporation Act, Affiliated Communications Integrators Corp. does hereby amend its Articles of Incorporation as follows:

1. The name of the corporation is Affiliated Communications Integrators Corp.
2. This Amendment to the Articles of Incorporation was duly approved and adopted on July 27, 1998, by a vote of the sole stockholder, pursuant to §607.0726, Fla. Stat., by written consent without a meeting, pursuant to §607.0704, Fla. Stat., upon the recommendation of the board of directors, being sufficient in all respects for approval hereof.
3. The corporation has thirty-five or fewer stockholders.
4. Article I of the Corporation's Articles of Incorporation be, and it hereby is, amended to change the name of the Corporation to FiberOptic Holding, Inc.
5. Article IV of the Corporation's Articles of Incorporation be, and it hereby is, amended to (i) provide that the Corporation's common stock shall have a par value of \$.001 per share; and (ii) to designate Two Million (2,000,000) Shares out of the Corporation's authorized Five Million (5,000,000) Shares of Class A Preferred Stock, as follows:

Each share of the Class A Non-Voting Preferred Stock, Series 1 ("Series 1 Stock"), shall have the following designations, preferences, limitations and relative rights: (a) a par value and liquidation preference equal to the price at which the board of directors authorizes the sale of the share; (b) no right to vote on any matter submitted to the Corporation's stockholders for vote or for approval until such time as the Corporation's common stock is admitted for trading on the NASDAQ Stock Market or listed on a recognized securities exchange, and then beginning on and after such time the share shall have one vote on each such matter *in pari passu* with the common stock and not voting as a separate class; (c) a right and option at the election of the registered holder, beginning on the date the share acquires the right to vote as provided in clause (b), to convert into one share of the Corporation's common stock; and (d) the right to receive dividends *in pari passu* with the Corporation's common stock, as, when and if declared by the board of directors and paid by the Corporation.

5. Except as provided herein, the Articles of Incorporation, as previously amended, of the Corporation shall be and remain unchanged.

IN WITNESS WHEREOF, the undersigned, James T. Kowalczyk, President of Affiliated Communications Integrators Corp., has executed the within Articles of Amendment this 27nd day of July, 1998 and caused said Articles to be filed in the office of the Secretary of State for the State of Florida, effective upon the filing thereof.

(CORPORATE SEAL) Affiliated Communications Integrators Corp.

ATTEST:

By: James T. Kowalczyk
James T. Kowalczyk, President

By: Edwin B. Salmon, Jr.
Edwin B. Salmon, Jr., Secretary

FILED
98 JUL 28 PM 1:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA