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WILLIAM J. SCOTT
SARAH HELENE SHARP

August 14, 1997

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

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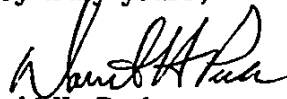
*****87.50 *****87.50

Re: Interlink America, Inc.

Dear Madam/Sir:

Enclosed is an original and one copy of an Articles of Amendment to Articles of Incorporation of Interlink America, Inc. which I would appreciate your filing. I would also appreciate your returning a certified copy of same to me and have enclosed a check for \$87.50 in payment of the requisite filing fee and certified copy charge.

Very truly yours,



David H. Peek

DHP/bkb
Enclosures
655806/78603

FILED
97 AUG 18 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DHP
8/22

Amend.

ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION OF
INTERLINK AMERICA, INC.

FILED
97 AUG 18 PM 2:22
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following provisions of the Articles of Incorporation of Interlink America, Inc., a Florida corporation (hereinafter called "Corporation"), are amended in the following particulars:

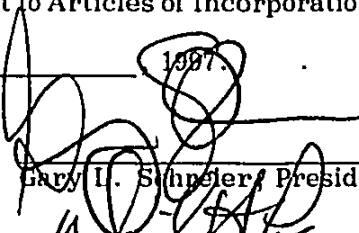
1. The name of this Corporation is INTERLINK AMERICA, INC.
2. An Amendment to Article IV of the Articles of Incorporation has been adopted pursuant to Florida Statute §607.1003 (1993). As amended, Article IV, Section 4.1, now reads:

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 10,000 shares of voting common stock, having a par value of \$.01 per share, and 10,000 shares of non-voting common stock, having a par value of \$.01 per share.

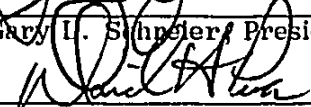
3. The above amendment to Articles of Incorporation shall be effective as of the filing date with the Secretary of State.

4. The foregoing amendment to Articles of Incorporation of Interlink America, Inc. was adopted by the Corporation by virtue of unanimous Shareholder and Director consent, pursuant to Florida Statutes §§ 607.0704 and 607.0821 (1993), on ~~July~~ ^{August} 14, 1997.

IN WITNESS WHEREOF, the undersigned President and Secretary of Interlink America, Inc. have executed this Amendment to Articles of Incorporation of Interlink America, Inc. this 14 day of August, 1997.



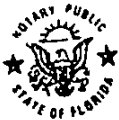
Gary L. Schnepfer, President



David H. Peek, Secretary

STATE OF FLORIDA
COUNTY OF DUVAL

The foregoing was acknowledged before me this 14th day of August, 1997, by GARY L. SCHREIER and DAVID H. PEEK, President and Secretary, respectively, of INTERLINK AMERICA, INC., who is either personally known to me or produced the identification described below and who did not take an oath.



B KAYE BARNAUSKAS
My Commission CC433270
Expires Jan 12, 1999
Bonded by HAI
800-422 1555

B. Kaye Barauskas
Print: B. KAYE BARNAUSKAS
Notary Public, State and County Aforesaid

Commission No. _____

My Commission Expires: _____

PERSONALLY KNOWN

Type of Identification _____

655806/77114

**UNANIMOUS WRITTEN CONSENT TO RESOLUTIONS
IN LIEU OF SPECIAL MEETING OF
THE BOARD OF DIRECTORS AND SHAREHOLDERS OF
INTERLINK AMERICA, INC.**


Pursuant to the authority contained in Florida Statutes Sections 607.0704 and 607.0821 (1989), the undersigned, being all of the directors and shareholders of INTERLINK AMERICA, INC., a corporation organized and existing under the laws of the State of Florida (the "Corporation"), by affixing our signatures hereto, hereby consent to and hereby take the following actions:

RESOLVED, that the Articles of Incorporation of this Corporation be amended, in substantially the same form as that contained on Exhibit A, attached hereto, and that the duly elected officers of this Corporation are authorized to execute such amended Articles and to file them with the Secretary of State of the State of Florida.

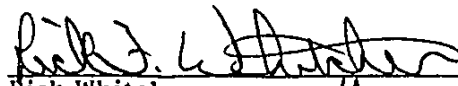
FURTHER RESOLVED, that this unanimous written consent shall be effective as of August 14, 1997.



Gary L. Schroder, Shareholder and Director



David H. Peek, Shareholder and Director



Rick Whitcher



Donald E. Swett