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TALLAHASSEE, FL 32301-2607
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800-342-8086

2045000025583
SC 12/30/96
ACC 000000032

REFERENCE : 204620 7120988

AUTHORIZATION :

COST LIMIT : \$ PRE-PAID

ORDER DATE : December 30, 1996

ORDER TIME : 10:41 AM

ORDER NO. : 204620-005

CUSTOMER NO: 7120988

CUSTOMER: Ms. Joan Neptune
Icanect
1020 Northwest 163rd Drive

Miami, FL 33169

Amend
300002041019--8
-12/30/96--01031--026
*****87.50 *****87.50

DOMESTIC AMENDMENT FILING

NAME: INTERNET COMMUNICATIONS OF
AMERICA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD-STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

| | |
|----------------|----------|
| Name | 12/30/96 |
| Document | DDH |
| Examiner | DDH |
| Updater | DDH |
| Update | DDH |
| Verifier | DDH |
| Acknowledgment | DDH |
| W.P. Verifier | DDH |

FILED
96 DEC 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
RECEIVED
96 DEC 30 AM 11:24
DIVISION OF CORPORATION

ARTICLES OF AMENDMENT
FOR SECOND AMENDMENT
ARTICLES OF INCORPORATION

OF

INTERNET COMMUNICATIONS OF AMERICA, INC.

FILED
96 DEC 30 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ARTICLE IV of the Articles of Incorporation of INTERNET COMMUNICATIONS OF AMERICA, INC., is hereby amended to read:

"ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 20,000,000 Shares of \$0.01 par value per Share Common Stock which shall be designed "Common Shares".

2. The foregoing Amendment was adopted by the unanimous vote of the Shareholders and Directors of this Corporation on the 23rd day of October, 1996.

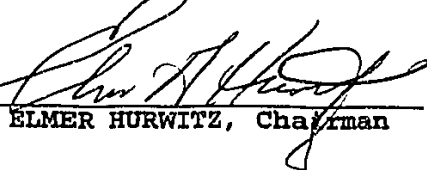
IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment this 19 day of December, 1996.

Attest:

INTERNET COMMUNICATIONS OF
AMERICA, INC.


JOAN NEPTUNE, Secretary

By:


ELMER HURWITZ, Chairman

[CORPORATE SEAL]

STATE OF FLORIDA

COUNTY OF DADE

SS.:

BEFORE ME, Francine Weinstein, the undersigned authority duly authorized to take acknowledgements, personally appeared ELMER HURWITZ and JOAN NEPTUNE, Chairman and Secretary, respectively, of INTERNET COMMUNICATIONS OF AMERICA, INC., personally known to me and known to me to be the individuals described in and who executed the foregoing Articles of Amendment, who acknowledged before that they executed the same in the capacities indicated, and who did/did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County of Dade, State of Florida, this 19 day of December, 1996.

Francine Weinstein
_____, Notary Public
State of Florida at Large

My Commission Expires:

OFFICIAL NOTARY SEAL
FRANCINE WEINSTEIN
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC336529
MY COMMISSION EXP. JAN. 8, 1998

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