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Division of Corporations

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BASIC AMENDMENT

CARICALL COMMUNICATIONS INC.

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AMEND  
10/21

OCT-20-99 WED 17:46  
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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

October 20, 1999

CARICALL COMMUNICATIONS INC.  
330 BISCAYNE BLVD.  
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MIAMI, FL 33132

SUBJECT: CARICALL COMMUNICATIONS INC.  
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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT OF THE  
ARTICLES OF INCORPORATION  
OF  
CARICALL COMMUNICATIONS INC.**

Pursuant to the provisions of F.S. § 607.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

1. Article III of the Articles of Incorporation is amended to read in its entirety as follows:

**ARTICLE III**

**CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock, to be designated as Common Stock. The maximum number of shares of Common Stock which the corporation is authorized to have outstanding is 20,000 shares of Common Stock of a par value of \$.01 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting.

2. The date of adoption of the amendment was October 7, 1999.
3. The amendment was adopted by duly approved shareholder action in accordance with the provisions of F.S. § 607.1003. The number of votes cast for the amendment by the shareholders was sufficient for approval.
4. The amendment will be effective upon filing.

Date: 19 OCTOBER 1999

  
Amrick Alexander, President

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