World Access Card, Inc. *P95000089852*

July 10, 2002

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32399

RE:

Corporation Reinstatement

700006442147--5 -07/16/02-01004--011 *****43.75 *****43.75

To Whom It May Concern:

As per your our conversation on July 10, 2002, I would like to reinstate my company World Access Card, Inc., FEI Number 65-062-7403. Which was dissolved by Admin Dissolution for Annual report in 2000. I am enclosing a check in the amount of \$450.00, for 3 years of annual Report Fees. I would like to request that the reinstatement fee be removed, because the annual reports were never received.

If you have any questions please contact me at (305) 371-5810.

Thanking you in advance.

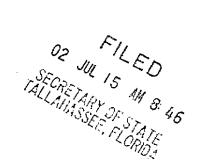
Sincerely,

Luis G. COE

World Access Card, Inc.

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SECRETARY OF STATE
VALLAHASSEE, FLORIDA
T. Lewis
T. Lewis
T. Lewis

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



| War ld | Access | Card, | Inc. | |
|--|--------|-------|------|--|
| (present name) | | | | |
| (Document Number of Corporation (If known) | | | | |

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Name change for document number P 50000 89852

From World Access Card, Inc. to US Telecom Group, Inc.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

| THIRD: | The date of each amendment's adoption: 7/10/02. | | | |
|------------|---|--|--|--|
| | Adoption of Amendment(s) (CHECK ONE) | | | |
| Þ | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. | | | |
| | The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s): | | | |
| | "The number of votes cast for the amendment(s) was/were sufficient for approval by" | | | |
| | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. | | | |
| 4 | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. | | | |
| Signature_ | Signed this 10th day of July , 2002. (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) | | | |
| OR | | | | |
| | (By a director if adopted by the directors) | | | |
| | OR | | | |
| | (By an incorporator if adopted by the incorporators) | | | |
| | Luis G. Coello (Typed or printed name) President | | | |
| | President (Title) | | | |