

P96000011280

**GlobalNet International, Inc.**

753 Broad St., 7th. Floor, Augusta, GA 30901

Phone: 706-724-1509; Fax: 706-724-1823

March 28, 1997

Annual Reports Filings  
Division of Corporations  
Post Office Box 1500  
Tallahassee, FL 32302-1500

800002148198--3  
-04/18/97--01105--004  
\*\*\*\*207.75 \*\*\*\*\*35.00

Gentlemen:

Enclosed is our 1997 Annual Report together with a check in the amount of \$207.75 made payable to the "Department of State" to cover the annual report filing fee, a copy of a certificate of status and filing of amendments to the articles of incorporation..

Note that the corporation has changed its name, address and registered agent as well as its officers. These changes were all done by amendment to the articles of incorporation which are attached as we were instructed to do by your telephone representative.

If there are any questions, please let us know. Thank you for your assistance in this matter.

Sincerely,

*William C. Bittner*

William C. Bittner  
Counsel.

FILED  
97 APR 11 PM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
97 APR 11 AM 8:16  
DIVISION OF CORPORATIONS

*Amend E Name  
LFT*

FILED  
97 APR 11 PM 11:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
GLOBALNET INTERNATIONAL, INC.,  
formerly GLOBALNET INC.**

*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:** Amendments adopted:

1. Article I is deleted and the following inserted in lieu thereof:

**"ARTICLE I. NAME**

The name of the corporation shall be:

GlobalNet International, Inc.

The address of the principal office of this corporation shall be:

753 Broad St., 7th. Floor

Augusta, GA 30901

and the mailing address of the corporation shall be the same."

2. Article IV is deleted and the following inserted in lieu thereof:

**"ARTICLE IV. REGISTERED AGENT**

The street address of the registered office of the corporation shall be:

200 S. Biscayne Blvd., Suite 2750

Miami, FL 33131

and the name of the registered agent of the corporation at that address is:

Rolan Colón."

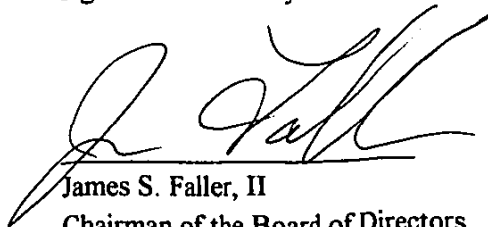
**SECOND,** No amendment provides for an exchange, reclassification or cancellation of issued shares.

**THIRD:** The date of each amendment's adoption is December 30, 1996.

**FOURTH:** Adoption of Amendments.

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 30th. day of December, 1996.

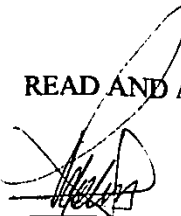
A handwritten signature in dark ink, appearing to read "J. Faller", is written over a horizontal line.

James S. Faller, II  
Chairman of the Board of Directors  
& President

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN AMENDED ARTICLES OF INCORPORATION  
GLOBALNET INTERNATIONAL, INC.,  
FORMERLY GLOBALNET INC.

The undersigned, ROLAN COLÓN, a resident of the State of Florida, whose address is identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Amended Articles, is familiar with and hereby accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

READ AND ACCEPTED:

  
\_\_\_\_\_  
ROLAN COLÓN

Date: December 30, 1996