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BASIC AMENDMENT
PEAK CONNECTIONS, INC.

FILED
00 JAN 14 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Page 1 of 1

**ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
PEAK CONNECTIONS, INC.**

FILED
00 JAN 14 PM 4:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, the Articles of Incorporation of PEAK CONNECTIONS, INC. (the "Corporation") were initially filed with and approved by the Secretary of State of Florida on the 24th day of June, 1996; and

WHEREAS, it is the intention of all of the directors of the Corporation that the Articles of Incorporation be amended in accordance with the Articles of Amendment to the Articles of Incorporation of the Corporation (the "Articles of Amendment") hereinafter set forth; and

WHEREAS, the proposed Articles of Amendment hereinafter set forth was adopted by the Board of Directors of the Corporation on January 3, 2000, and approved by the shareholders of the Corporation on January 3, 2000, and the number of votes cast by the shareholders in favor of the Articles of Amendment was sufficient for such approval.

WHEREAS, the approval of the Secretary of State of Florida of the proposed Articles of Amendment hereinafter set forth is hereby requested.

NOW, THEREFORE, BE IT RESOLVED, the Articles of Incorporation of the Corporation are hereby amended by deleting in its entirety the present Article III and by substituting therefor the following, to-wit:

"Article III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 150,000 shares of common stock, par value \$0.01 per share."

IN WITNESS WHEREOF, this Articles of Amendment is hereby executed on behalf of the Corporation this 3rd day of January, 2000.

By: _____

Name: Neil N. Kauten
Title: President

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Prepared by:
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