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EXAMINER'S INITIALS:

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF GOCOM INTL., INC.

The following constitutes an amendment to the Articles of Incorporation of GoCom Intl., Inc., a Florida corporation, (the "Articles"), which Articles were filed with the Department of State of Florida on August 26, 1996 as document number P96000070826. The Articles are amended as set forth in these Articles of Amendment:

1. Article III of the Articles, entitled Shares, is deleted in its entirety and the following new Article III is substituted in its place:

"ARTICLE III SHARES

The number of shares the corporation is authorized to issue is ten million (10,000,000) shares of voting common stock having a par value of one cent (\$.01) per share."

- 2. This amendment was adopted by the directors and shareholders of this corporation on January 5, 2000, and the number of votes cast for the amendment by the shareholders was sufficient for approval.
 - 3. This amendment is made pursuant to Section 607.1003, Florida Statutes.
 - 4. This amendment is effective upon filing with the Florida Department of State.

In witness whereof, the undersigned officer of this corporation has executed these Articles of Amendment on January ______, 2000.

GoCom Intl.,Inc.

James N. Nichols, President

OO JAN 13 PM 3: 0: SECRETARY OF STATE TALLAHASSEE, FLORIDA