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FAX #: (305)541-3770

MAME: TELECOMMUNICATIONS MANAGEMENT GROUP, INC.

AUDIT NUMBER...... H97000005238 DOC TYPE.....BASIC AMENDMENT CERT. OF STATUS...O

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ARTICLES OF INCORPORATION

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Telecommunications management group. (present neme)

Pursuant to the provisions of section 607.1006, Florida Statutus, the undersigned corporation adopts the following articles of amendment to its articles of incorporation;

Amendment(s) adopted: FIRST:

- Thomas H. Bugcaglia resigned as director of the corporation.
- Jerry E. Perkins was elected provident and Director of the corporation, and his address is: 2485 Hollywood Blvd., Hollywood, FL 13020 -
- Steven C. Smoke was elected vice-President, Treasurer and Director, and his address is: 3. 2455 Hollywood Blvd., Hollywood, FL 33020.
- Louis J. Terminallo was elected Secretary and 4. Director of the corporation, and his address is: 2700 S.W. 37th Avenue, Miami, PL 33133.
- Louis J. Terminello was also designated as the registered agent at: Louis J. Terminello, edg., CRADROFF, TERMINELLO & TERMINELLO, 2700 S.W. 37th Avenue, Miemi, FL 33133.
- The principal place of business and the mailing address of the corporation is: 2455 Hollywood Blvd., Hollywood, FL 33020.

The date of each amendment's adoption: March 20th , 1997. BECOND:

Adoption of Amendment(s) (check one) THIRD:

X The amendment(s) was/were adopted by the incorporators or board of directors without shareholder action and shareholder action was not required.

The amendment(s) was were approved by the shareholders.

PREPARED BY:

Louis J. Terminello, Esq. CHADROFF, TERMINELLO & TERMINELLO 2700 S.W. 37th Avenue Miami, FL 33133 Tel: (305) 444-8002 Florida Bar No. 872547

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The number of votes cast for the amendment(s) was/were sufficient for approval.

___ The emendment(e) was/were opproved by the shareholders through voting groups.

[The following statement such be separately growlded for each wating group entitled to vote separately on the spendous is:]

The number of votes cast for the amendment(s) was/were sufficient for approval by (voting group)

Signed this 20th day of March, 1997.

TELECOMMUNICATIONS MANAGEMENT GROUP, INC.

(Corporation Name)

(Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the sharsholders)

(A director or incorporator if adopted by the directors or incorporators)

Jerry E. Perkins

(Typed or printed name)

Director

(Title)

ACCUPANCE OF REGISTERED AGENT

Having been named to accept service of process for TELECOMMUNICATIONS MANAGEMENT GROUP, INC., at 2700 S.W. 37th Avenue, Miami, FL 33133, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

LOUIS J. TERMINELLO REGISTERED AGENT

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