

LAW OFFICE

LAVALLO & FRANK

4347 E. VIRGINIA STREET, SUITE B
POST OFFICE BOX 15217
EVANSVILLE, INDIANA 47716
TELEPHONE (812) 477-6510
FACSIMILE (812) 477-6514

STEPHEN S. LAVALLO
SHANNON S. FRANK
MICHELLE A. COX

August 4, 1998

VIA FEDERAL EXPRESS

Florida Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Voice-Mail of West Palm, Inc.

Gentlemen:

Enclosed please find an original and two (2) copies of Articles of Amendment to Articles of Incorporation for the above-referenced entity. Please filemark these documents and return a filemarked copy to me, via Federal Express, for my records. I have enclosed a self addressed fee paid Federal Express Package for your convenience.

I have also enclosed a check in the amount of thirty-five Dollars (\$35.00) to cover the cost of filing.

Please contact me in the event you have any questions.

Very truly yours,

LAVALLO & FRANK

By:

Shannon S. Frank

enclosures

Shannon Frank's sec
AUTHORIZATION BY FIVE

CORRECT *DATE of ADOPTION*

DATE *8-6*

DOC. EXAM *PRC*

FILED
98 AUG -5 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

000002607950--9
-08/05/98--01062--005
*****35.00 *****35.00

*AM
PRC
8/6*

ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF

FILED
98 AUG -5 PM 1:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. Name of corporation: Voice-Mail of West Palm, Inc.
2. Date original articles filed: February 11, 1997
3. Amendment to articles: Article III shall be amended to read as follows:

"The number of shares of stock that this corporation is authorized
to have outstanding at any one time is: 1000 shares"

4. Approval by shareholders: 100%
5. Approval by directors: 100%

The manner of the adoption of these Articles of Amendment and the vote by which they were adopted constitute full legal compliance with the provisions of the Florida Business Corporation Act, the Articles of Incorporation and the Bylaws of the Corporation and shall be effective December 15, 1997. The amendment was adopted on December 15, 1997.

In witness whereof, the undersigned verifies, subject to penalties of perjury, that the statements contained herein are true and executes these Articles of Amendment this 15th day of December, 1997.

Voice-Mail of West Palm, Inc.

By: William Marver
William Marver, President

STATE OF INDIANA)
COUNTY OF VANDERBURGH)

Before me, a Notary Public in and for said County and State, personally appeared William Marver, President of Voice-Mail of West Palm, Inc., who acknowledged execution of the foregoing Articles of Amendment for and on behalf of said corporation and affirmed such execution has been properly approved by the corporation's governing body.

Dated this 15th day of December, 1997.

Sharon Lark
Notary Public
SHARON LARK
Printed Name

William Marver
County of Residence
11-6-00
Date Commission Expires