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Patucia Parit AUTHORIZATION :

COST LIMIT : \$ 35.00

ORDER DATE: March 14, 1997

ORDER TIME : 11:52 AM

ORDER NO. : 294125-015

CUSTOMER NO: 8690A

CUSTOMER: Ms. Roxana T. Collazo

Bedzow Korn & Kan, P.a.

P. O. Box 8020

Hallandale, FL 33008

DOMESTIC AMENDMENT FILING

NAME: RIUTEL ORLANDO, INC.

EFFICTIVE DATE:

XX ARTICLES OF AMENDMENT RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY PLAIN STAMPED COPY CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

8800002115328--5

Amendment 3-18-97



ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

ARTICLE VI of the Articles of Incorporation of RIUTEL ORLANDO, INC. shall be amended to read as follows:

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors. The names and addresses of the members of the Board of Directors are:

Luis Riu Dir.

C/O Bedzow Korn & Kan, P.A.

Post Office Box 8020

Hallandale, Florida 33008

Michale Tettinek

Same

Dir.

All other paragraphs and articles of the Articles of Incorporation shall remain unchanged.

The foregoing amendment was adopted by the Incorporator without shareholder action because shareholder action was not required.

The foregoing amendment was adopted on the 17th day of March, 1997.

Corporation Service Company

BY: Its Incorporator, It's Agent, Deborah D. Skipper

DAS