

GOODMAN WEISS MILLER LLP
100 ERIEVIEW PLAZA, 27TH FLOOR
CLEVELAND, OHIO 44114-1824

TELEPHONE: (216) 696-3366
FAX: (216) 363-5835

P97000028192

December 2, 1997

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Telantis Capital, Inc.

000002364430--5
-12/05/97--01089--009
*****35.00 *****35.00

Dear Sir/Madam:

Enclosed are Articles of Amendment to the Articles of Incorporation for filing with the Secretary of State, along with a check in the amount of \$35.00 to cover the filing fee.

Please return the filed Amendment to the undersigned.

Thank you.

Very truly yours,

GOODMAN WEISS MILLER LLP



Gail Heidenreich
Legal Assistant

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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APPROVED
AND
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Enclosures

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF
TELANTIS CAPITAL, INC.**

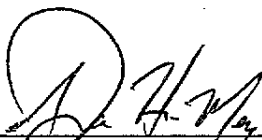
Pursuant to the provisions of Section 607.1006 of the Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. Article FIRST is amended by deleting said Article FIRST in its entirety and substituting in lieu thereof the following:

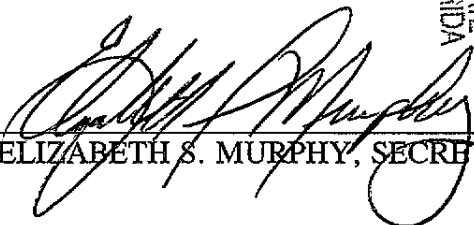
FIRST: The name of the corporation is Telantis Venture Partners IV, Inc. The principal address of the corporation is c/o Adam Meyerson, 12501 World Plaza Lane, Ft. Myers, Florida 33907.

2. The foregoing amendment was adopted on November 28, 1997 pursuant to the written consent of the stockholders of the corporation in accordance with Sections 607.394 and 607.181(1) of the Florida General Corporation Act.

IN WITNESS WHEREOF, the corporation has caused these Articles of Amendment to be signed in its name by its President and Secretary this 28th day of November, 1997.



ADAM H. MEYERSON, PRESIDENT



ELIZABETH S. MURPHY, SECRETARY

SECRETARY / CLERK
FLORIDA

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APPROVED
AND
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