

# P97000028353



ACCOUNT NO. : 072100000032

REFERENCE : 728508 167497A

AUTHORIZATION :

*Patricia Piguth*

COST LIMIT : \$ 35.00 500002447765--0

ORDER DATE : March 4, 1998

ORDER TIME : 9:39 AM

ORDER NO. : 728508-005

CUSTOMER NO: 167497A

CUSTOMER: Ms. Anne-marie Tusa  
Law Offices Of Robert Meshel  
601 California Street,  
Suite 1900  
San Francisco, CA 94108

DOMESTIC AMENDMENT FILING

NAME: LOCALNET COMMUNICATIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT  
       RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: STACY EARNEST

EXAMINER'S INITIALS:

FILED  
RECEIVED  
98 MAR -5 PM 2:08 98 MAR -5 AM 10:41  
SECRETARY OF STATE/DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

315

*Amend*

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF**

**FILED**

98 MAR -5 PM 2:08

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

LocalNet Communications, Inc.

(Document No. P97000028353)

(present name)

*Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE III. the maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be five hundred thousand (500,000) shares having a par value of one cent (\$.01) per share, all of which shall be common stock of the same class. All stock issued shall be fully paid and nonassessable. The stockholders shall have no preemptive rights with respect to the capital stock or securities of the corporation, and the corporation from time to time may issue and sell shares of its capital stock of any class, may issue and grant rights and options to purchase shares of such capital stock and may issue and sell its bonds, notes, debentures and other securities convertible into stock of the corporation without offering such shares, rights or options to purchase shares, bonds, notes, debentures or other securities (whether nor or hereafter authorized) to the stockholders then holding shares of its capital stock.

**SECOND:** If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: February 24, 1998

FOURTH: Adoption of Amendment(s) (CHECK ONE)

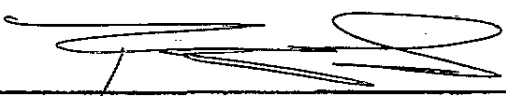
- ☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

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

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

Signed this 26th day of February, 19 98

Signature

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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Rudy C. Theale, Jr.

Typed or printed name

President

Title