

P97000031672 O M

TELECOMMUNICATIONS, INC

August 18, 1998

Department of State
Division of Corporations
Amendment Section

To whom it may concern,

Please accept and process my Amendment of Articles of Incorporation for Tri-Com Telecommunications, Inc.

Our Address: Tri-Com Telecommunications, Inc.
P. O. Box 128
Pinellas Park, FL. 33780

Our Telephone: (727) 556-0006

Sincerely,

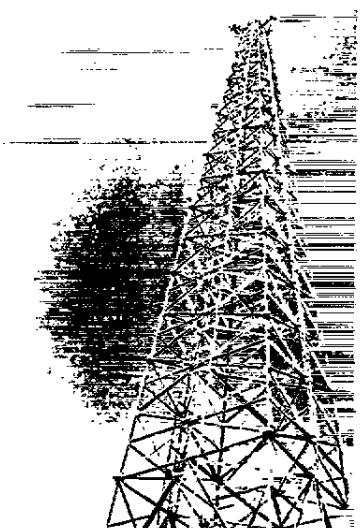

Andrew Pozin
Tri-Com Telecommunications Inc.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend.

VS AUG 26 1998



ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TRICOM TELECOMMUNICATIONS, INC.

FILED
98 AUG 21 AM 8:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


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 adopted: **ARTICLE III-CAPITAL STOCK** is amended to increase from seven thousand five hundred (7,500) to one million (1,000,000), the maximum number of shares of common stock at the par value of \$1.00 per share, this corporation is authorized to issue and have outstanding at any time.

SECOND: The date of the Amendment's adoption: August 12, 1998.

THIRD: The Amendment was approved by the shareholders. The number of votes cast for the Amendment was sufficient for approval.

Signed this 12th day of August, 1998.



ANDREW POZIN
Director/Secretary