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NAME: UNITELL COMMUNICATIONS, INC.

AUDIT NUMBER.....H97000018701

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment
11-12-97
DC

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497000018701

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

OF

UNITELL COMMUNICATIONS, INC.

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CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned, President of UNITELL COMMUNICATIONS, INC., a corporation organized and existing under and by virtue of the Florida Business Corporation Act (the "Corporation"), does hereby certify:

1. The name of the Corporation is UNITELL COMMUNICATIONS, INC.
2. The following provision of the Articles of Incorporation of the Corporation be and is hereby amended in the following particulars:

Article IV be and it hereby is amended to read as follows:

Article IV - Capital Stock

This corporation is authorized to issue 10,000 shares of stock for ONE DOLLAR (\$1.00) par value common stock, which shall be designated "Common Shares."

3. The foregoing amendment was adopted by the sole shareholder and sole director of the Corporation by unanimous written consent dated October 30, 1997.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 30th day of October, 1997.

UNITELL COMMUNICATIONS, INC., a
Florida corporation

By:


Enrique Morin, President

PREPARED BY:

MICHAEL P. NIDO, ESQUIRE

Florida Bar No. 082368

Broad and Cassel

201 S. Biscayne Boulevard, Suite 3000

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