P97000046585 PRE-CELL

255 EAST DRIVE, SUITE C MELBOURNE, FLA. 32904 (407) 729-8850 (407) 729-8484 FAX

MEMORANDUM

TO:

Dept of State

Division of Corporations

FROM:

Thomas E. Biddix

CEO/ President

DATE:

July 21, 1999

RE:

Amendment to Articles

*****43.75 *****43.75 **

Enclosed please find the required Articles of Amendment to Articles of Incorporation form.

Enclosed are the required fees of \$35.00 for the filing of the Amendment together with \$8.75 for a certified copy of the amendment for a total of \$43.75.

Please return the certified copy to my attention at the above address. I have enclosed a UPS airbill with out Account # for a quick return.

Thank you.

Homos Biddir sutherized to add Comma's in present name and new name and to show shareholder apported awardment.

FILED

99 JUL 22 PM 1: 04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Name change

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED

99 JUL 22 PM 1:04

SECRETARY OF STATE TALLAHASSEE, FLORIDA

PRE-CELL SOLUTIONS, INC. (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)

CHANGE CORPORATE NAME FROM PRE-CELL SOLUTIONS INC. TO PRE-CELL SOLUTIONS/FAMILY PHONE SERVICE, INC.

ADD RICK AUSTIN TO BOARD OF DIRECTORS

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: 7 - 10 - 99

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.
۵	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
Tanana and a same and a same a sa	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.
S	igned this 10 day of $3ug$, 19 99.
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)
	Thomas E. BIODIX Typed or printed name
	CEO/ PRESIDENT