

P97000101027

RADIANT TELECOM, INC.

January 5, 2001

Division of Corporations
Amendment Sections
409 E. Gaines Street
Tallahassee, Florida 32399

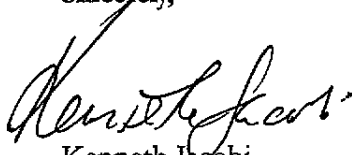
Dear Sir or Madam:

Enclosed you will find Articles of Amendment for Radiant Telecom, Inc. to change the number of shares of stocks to 10,000,00 and par value to \$.01.

Enclosed is also a check for \$35.00 for the filing fee. Please process as soon as possible.

Should you have any questions or concerns, please feel free to contact me.

Sincerely,



Kenneth Jacoby
Secretary/Treasurer

100003528231--7
-01/08/01--01113--014
*****35.00 *****35.00

FILED
01 JAN -8 PM 3:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T. LEWIS JAN 11 2001

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

Radiant Telecom, 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)*

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Article III - Change number of shares of stocks
to 10,000,000 and par value \$.01

THIRD: The date of each amendment's adoption: January 1, 2001

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 4th day of January, 2001.

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)

Kenneth Jacobi
Typed or printed name

Secretary / Treasurer / Director
Title