

Global Telecom Holding Corp.

P98000008346

July 15, 1998

Secretary of State
Division of Corp.
PO Box 6327
Tallahassee, Fl. 32314-

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-07/20/98--01122--003
*****43.75 *****43.75

Dear Sir/Madam:

Please find enclosed Articles of Amendment to Articles of Incorporation of Global Telecom Holding Corp. We have also enclosed a check in the amount of \$43.75 to cover Filing of Amendment and Good Standing.

Should you need to contact us, please call (305) 577-9700.

Thank you,

Esther Gonzalez

APPROVED
AND
FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GLOBAL TELECOM HOLDING CORP.
(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: The following Amendment was adopted:

ARTICLE 1 - NAME

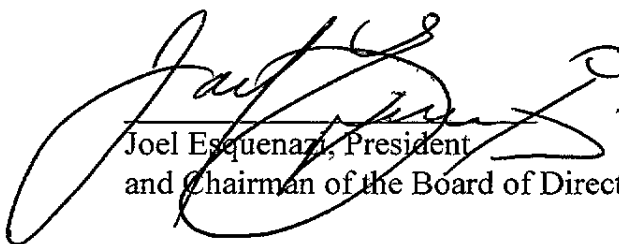
The name of the Corporation is **TERRA TELECOMMUNICATIONS CORP.**

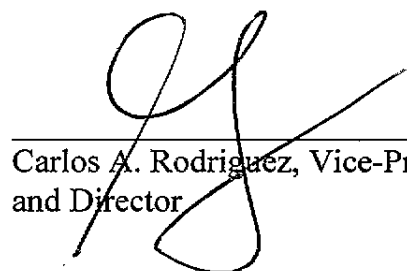
SECOND: This amendment was adopted on July 1, 1998.

THIRD: The amendment was approved by all of the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

Signed this 1st day of July, 1998.

Signature


Joel Esquenazi, President
and Chairman of the Board of Directors


Carlos A. Rodriguez, Vice-President
and Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED