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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 8, 1999

Department of State
Division of Corporations, Amendment Section
409 East Gaines Street
Tallahassee, Florida 32399

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-01/11/99--01139--009
*****35.00 *****35.00

**RE: Internet Student Programs, Inc.
World Wide Internet Access Corp.**

Dear Department of State:

Enclosed is an original and (1) one copy of the Articles of Dissolution & Affidavit for Internet Student Programs, Inc. and a check for \$35.00.

Also enclosed is an original and (1) copy of the Articles of Amendment to Articles of Incorporation of World Wide Internet Access Corp. and a check for \$35.00.

Internet Student Programs, Inc. wishes to dissolve from business and World Wide Internet Access Corp. wishes to assume the corporate name of Internet Student Programs, Inc.

If you have any questions please do not hesitate to contact me at (561) 394-4480. Please return a copy of the filed aforementioned documents to our office (address below). Thank you !

FROM:

Joseph Urso, P.A.
21845 Powerline Road, Suite 207
Boca Raton, Florida 33433
Telephone: (561) 394-4480

DISS-
1-15-99
CC

ARTICLES OF DISSOLUTION
OF
INTERNET STUDENT PROGRAMS, INC.

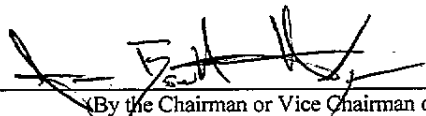
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Pursuant to the provisions of Section 607.1403 of the Florida Business Corporation Act, the Undersigned Corporation adopts the following articles of dissolution for the purpose of dissolving the corporation:

- FIRST: The name of the corporation is INTERNET STUDENT PROGRAMS, INC.
- SECOND: Dissolution was authorized on November 16, 1998.
- THIRD: Dissolution was approved by the shareholders: The number of votes cast for dissolution was sufficient for approval.
- FOURTH: Adequate provision has been made for the payment of all of the liabilities and obligations of the corporation.
- FIFTH: No property or assets remained to be distributed among the shareholders of the corporation after the payment of all debts, obligations, and liabilities of the corporation.
- SIXTH: There are no actions pending against the corporation in any court.
- SEVENTH: The corporation elected to dissolve by unanimous written consent of its shareholders, and such written consent has been signed by all shareholders of the corporation or signed in their names by their duly authorized attorney. A copy of the written consent is attached to these articles.

Signed this 16 of November 1998.

Signature

 VP

(By the Chairman or Vice Chairman of the Board, President, or other officer)

James Brett Hudson

(Typed or printed name)


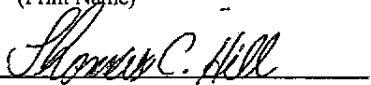
Vice President

(Title)

UNANIMOUS WRITTEN CONSENT OF SHAREHOLDERS
TO VOLUNTARY DISSOLUTION OF
INTERNET STUDENT PROGRAMS, INC.

We, the undersigned, being all of the shareholders of INTERNET STUDENT PROGRAMS, INC., a Florida corporation, consent to the voluntary dissolution of the corporation and authorize and direct the appropriate officers of the corporation to take all steps necessary or appropriate to carry out the intent of this resolution.

In assent to the above, each of the undersigned stockholders has signed his or her name and dated the signing opposite the number of shares of the corporation held by him or her of record on such date.

Signature	Date	Number of Shares
 _____ James Brett Hudson (Print Name)	November <u>16</u> , 1998	510
 _____ Thomas C. Hill (Print Name)	November <u>16</u> , 1998	490
