

P98000015352

HAWA COMMUNICATIONS, INC.
1225 Haverhill Road
West Palm Beach, FL 33417
561-689-7085

January 13, 1998

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

700002742187
-01/14/99-01091-017
*****43.75 *****43.75

Dear Sir or Madam:

Enclosed is an original and one (1) copy of Articles of Amendment to Articles of Incorporation of Hawa Communications, Inc. along with a check in the amount of \$43.75. We understand that this amount is sufficient to pay the filing fee and to obtain a certified copy of the amendment.

Please contact the undersigned if you have any questions regarding this matter.

Sincerely,



Ilona Mandelbaum
President

jt

Enclosures

Amend
1-21-99
DAS

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

99 JAN 14 PM 2:18

FILED

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
HAWA COMMUNICATIONS, INC.

FILED

99 JAN 14 PM 2:18

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1007 of the Florida Statutes, Hawa Communications, Inc., a Florida corporation (the "Corporation"), certifies that:

- (1) The original Articles of Incorporation of the Corporation were filed with the Secretary of State of the State of Florida on February 16, 1998.
- (2) These Articles of Amendment of the Articles of Incorporation contain an amendment which was approved by the shareholders of the Corporation at a meeting on December 22, 1998 by the number of votes sufficient for approval by the shareholders of the Corporation. These Articles of Amendment of the Articles of Incorporation were duly adopted by the Board of Directors of the Corporation at a meeting held on December 22, 1998.

The text of the Articles of Incorporation of the Corporation is hereby amended, effective as of the date of filing of these Articles of Amendment with the Secretary of State, by deleting Article Four of the Articles of Incorporation in its entirety and inserting in lieu thereof the following:

ARTICLE FOUR

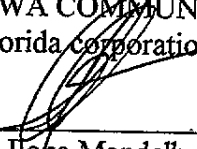
The aggregate number of shares which the Corporation shall have the authority to issue is 100,000,000 shares, par value \$0.01 per share.

Except as otherwise provided by law, the shares of stock of the Corporation, regardless of class, may be issued by the Corporation from time to time in such amounts, for such consideration and for such corporate purposes as the Board of Directors may from time to time determine.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment of the Articles of Incorporation as of January 13 1999.

HAWA COMMUNICATIONS, INC.
a Florida Corporation

By


Ilona Mandelbaum
President