P.O. Box 741002 Boynton Beach, FL 33474-1002

DECORATIVE CURE HE

September 14, 1998

Dear Dept. of State

Enclosed is the Articles of Amendment and a check for the filing fee and certificate of Status.

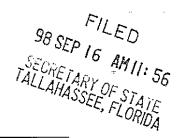
Sincerely,

Tom Baker

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VS SEP 2 2 1998

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



FLORIDA DECORATIVE CURB 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)

THE NAME of the Corporation shall be changed to: Dialup Net INC.

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: 9 14 9 8

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	
	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.	
Si	igned this 14th day of September, 1998.	
Signature	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)	ين د
	OR	
	(By a director if adopted by the directors)	
	OR	
	(By an incorporator if adopted by the incorporators)	
	THOMAS BAKER Typed or printed name	
	PRESIDENT	

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