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P98000021022

July 3, 2000

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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*****35.00 *****35.00

Re: Airwire.net, Inc.
Articles of Amendment

Dear Sirs:

Enclosed are an original and one copy of the Articles of Amendment to the Articles of Incorporation of the above-referenced corporation. Kindly file the original and return a date stamped copy to the undersigned in the envelope provided for your convenience.

Also enclosed is our check in the amount of \$35 to cover your filing fee.

Thank you for your assistance in this matter.

Sincerely,

Angela DiSalvo

Angela DiSalvo
Legal Assistant to
Patrick F. Healy, Esq.

/ads
Enclosures

MEL1 #445469 v1

FILED
00 JUL -7 AM 10:38
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Amend
200
7-7-00

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

OF

AIRWIRE.NET, INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: Amendment Adopted:

Article IV is amended to read as follows:

The maximum number of shares this Corporation is authorized to issue is 20,000,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders of common shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

SECOND: The date the Amendment was adopted is December 6, 1999.

THIRD: The Amendment was approved by the shareholders. The number of votes cast for the Amendment was sufficient for approval.

Signed this 26th day of June, 2000.


Thomas Gaume, Secretary

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA