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Account Number : T19980000010
Phone : (954) 463-2700
Fax Number : (954) 463-2224

BASIC AMENDMENT

EXCEL CABLE ACQUISITION CORPORATION

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION OF
EXCEL CABLE ACQUISITION CORPORATION,
a Florida corporation**

Pursuant to the Florida Business Corporation Act, Article I of the Articles of Incorporation of EXCEL CABLE ACQUISITION CORPORATION, a Florida corporation, hereinafter referred to as the "Corporation", is amended to read as follows:

ARTICLE I

Name

The name of the Corporation is FENIX TELECOMMUNICATIONS SERVICES, INC.

This Amendment shall be effective upon its filing with the Florida Department of State.

The foregoing Amendment to the Articles of Incorporation of the Corporation was approved by the Corporation's sole director by Written Consent effective as of April 27, 2000. No shares have been issued, therefore, shareholder action was not required.

IN WITNESS WHEREOF, the undersigned sole director of the Corporation has executed these Articles of Amendment this 27 day of April, 2000.

**EXCEL CABLE ACQUISITION CORPORATION,
a Florida Corporation**

By: _____

William J. Mercurio
William J. Mercurio,
Sole director

Prepared by:
Donn A. Beloff, Esq.
350 East Las Olas Blvd., Ste. 1600
Ft. Lauderdale, Florida 33301
(954) 463-2700
Florida Bar No. 222429

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA