

P98000024135

3/30/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: USA PAY PHONE SYSTEMS, INC.

AUDIT NUMBER.....H98000006045

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 2

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** ENTER 'M' FOR MENU. **

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Amendment
3/31/98
DC

3/30/98

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904)922-3709

(904)922-3709
03/31/98 09:52 Florida Department p1 /1



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 31, 1998

USA PAY PHONE SYSTEMS, INC.
407 LINCOLN ROAD STE 5-B
MIAMI BEACH, FL 33139

SUBJECT: USA PAY PHONE SYSTEMS, INC.
REF: P98000024135

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

ARTICLE V (FIVE) IN THE ARTICLES OF INCORPORATION IS THE REGISTERED AGENT AND ARTICLE VI (SIX) IS THE OFFICER/DIRECTORS. PLEASE SPECIFY WITHIN THE AMENDMENT WHAT ARTICLE IS BEING AMENDED AND WHAT CHANGES ARE BEING MADE.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate Specialist

FAX Aud. #: H98000006045
Letter Number: 698A00016992

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

USA PAY PHONE SYSTEMS, INC.

(present name)

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(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article SIX (6)

Delete LUIS G. BRITO President

Article VI

Add TOM BELLO President

407 Lincoln Rd., Suite 5B
Miami Beach, FL 33139

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TALLAHASSEE, FLORIDA

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:

Prepared by: Brito & Brito Accounting
407 Lincoln Rd., Suite 5B
Miami Beach, FL 33139
(305) 534-9292

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 _____

voting group

☐ 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.

The adoption date is March 30, 1998

Signed this day 30 of March, 19 98

Signature

Tom Bello

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Tom Bello

TOM BELLO

Typed or printed name

President

Title