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DEVITO AND COLEN, P. A. JAMES A. DEVITO GERALD R. COLEN 7243 BRYAN DAIRY ROAD • LARGO, FLORIDA 33777 TELEPHONE (813) 545-81,14 TELEFAX (813) 545-8227

ATTORNEYS AT LAW

May 20, 1998

Department of State Division of Corporations Corporate Records Bureau P. O. Box 6327 Tallahassee, FL 32301

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RE:

MJD COMMUNICATIONS, INC.

(To be changed to: MJD COMMUNITIES, INC.)

To Whom It May Concern:

Pursuant to your instructions, enclosed please find the following:

- 1. Original and one copy of Amendment To Articles Of Incorporation of MJD COMMUNICATIONS, INC.;
- 2. Copy of letter of instruction from your office; and
- 3. Check in the sum of \$35.00.

Please file the original of the enclosed and return a copy to the undersigned in the envelope provided.

Thank you for your attention to this matter.

Yours very truly,

JAMES A. DEVITO

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JAD/mpj Enclosures

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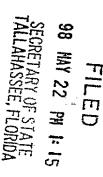
ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

 MJD	COMMUNICATIONS,	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)

ARTICLE I NAME
The name of the corporation shall be:
MJD COMMUNITIES, 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: MAY 18, 1998					
FOURTH:	Adoption of Amendment(s) (CHECK ONE)					
ū	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.					
X	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.					
Signature	Signed this 20 day of					
	the shareholders)					
OR						
	(By a director if adopted by the directors)					
	OR					
	(By an incorporator if adopted by the incorporators)					
	MICHAEL J. DEVITO Typed or printed name					
	INCORPORATOR					
	Title					