

P98000055639

Florida Department of State

Division of Corporations

Public Access System

Katherine Harris, Secretary of State

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax and number (shown below) on the top and bottom of all pages of the document.

(((H01000032257 7)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations

Fax Number : (850) 922-4000

From: Nery C. Toledo, Legal Assistant

Account Name : AKERMAN, SENTERFITT & EIDSON, P.A.

Account Number : 075471001363

Phone : (305) 374-5600

Fax Number : (305) 374-5095

DEAR FILING OFFICER: PLEASE FILE THE ATTACHED DOCUMENT WITH AN EFFECTIVE DATE OF TODAY, MARCH 30, 2001. THANK YOU. NERY C. TOLEDO, LEGAL ASSISTANT

BASIC AMENDMENT

INNERHOST, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

22992 - 103273

RECEIVED

01 APR -3 PM 12:01

DIVISION OF CORPORATIONS

AMEND
43



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 30, 2001

INNERHOST, INC.
3901 N.W. 29 AVE
MIAMI, FL 33142

SUBJECT: INNERHOST, INC.
REF: P98000055639

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

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

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) 487-6880.

Karen Gibson
Corporate Specialist

FAX Aud. #: H01000032257
Letter Number: 101A00019245

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

(H01000032257 7)

**ARTICLES OF AMENDMENT
OF THE
RESTATED ARTICLES OF INCORPORATION
OF
INNERHOST, INC.**

Pursuant to the provisions of section 607.1006, of the Florida Business Corporation Act (the "Act"), this Florida profit corporation (the "Corporation") adopts the following Articles of Amendment to its Restated Articles of Incorporation, dated June 12, 2000, as amended August 18, 2000 (the "Restated Articles of Incorporation"), and does hereby certify as follows:

FIRST: Article IV of the Restated Articles of Incorporation, titled "CAPITAL STOCK", is hereby amended by deleting the first sentence of that section in its entirety and replacing it with the following:

"The aggregate number of shares of stock that the Corporation is authorized to issue is one hundred fifty million (150,000,000) shares; one hundred forty-one million nine hundred eighty-nine thousand nine hundred (141,989,900) shares of which shall be designated common stock, par value \$.01 per share, and eight million ten thousand one hundred (8,010,100) shares of which shall be designated preferred stock, par value \$.01 per share, which shares may be issued from time to time without action by the shareholders, for such consideration as may be fixed from time to time by the Board of Directors, and shares so issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and the holders of such shares shall not be liable for any further payments thereon."

Except as specifically set forth herein, the remaining articles of the Corporation's Restated Articles of Incorporation shall not be amended, modified or otherwise altered.

SECOND: Pursuant to an unanimous written consent of the Board of Directors of the Corporation and by a written consent of the holders of common stock and preferred stock of the Corporation, each dated as of March 12, 2001, resolutions setting forth the aforementioned amendments to Restated Articles of Incorporation of the Corporation were duly adopted by the entire Board of Directors and a sufficient number of holders of common stock and preferred stock of the Corporation to effectuate their approval pursuant to Section 607.0821 and 607.0704, respectively, of the Act.

[signature page to follow]

(H01000032257 7)

FILED
01 MAR 30 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APR-03-01 11:16AM FROM-AKERMANN SENTERFITT

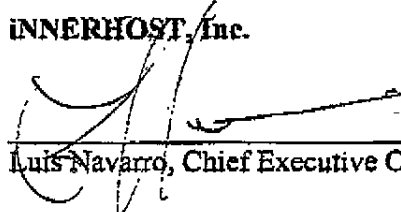
305-374-5095

T-200 P.04/04 F-983

(H01000032257 7)

IN WITNESS WHEREOF, the undersigned has executed these Articles of Amendment as of the 12th day of March, 2001, and hereby affirms under penalty of perjury that these Articles of Amendment are the act and deed of the Corporation and that the facts contained herein are true.

INNERHOST, Inc.



Luis Navarro, Chief Executive Officer

(M1621128,1)
(H01000032257 7)