

P98000057412

AMERILAWYER®

(Requestor's Name)

343 ALMERIA AVENUE

(Address)

CORAL GABLES, FL 33134 - (305) 445-2700

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

900002624479--9

-08/25/98--01047--001

****245.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Andrews Network Corp. P98000057412

(Corporation Name)

(Document #)

2. _____

(Corporation Name)

(Document #)

3. _____

(Corporation Name)

(Document #)

4. _____

(Corporation Name)

(Document #)

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Walk in

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Pick up time

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Certified Copy

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Mail out

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Will wait

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Photocopy

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Certificate of Status

ASAP

RECEIVED
98 AUG 25 AM 11:26
DIVISION OF CORPORATION

NEW FILINGS

<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS

<input checked="" type="checkbox"/>	Amendment <i>N/C</i>
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS

<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/
QUALIFICATION

<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 AUG 25 PM 2:02

FILED

Examiner's Initials

See 8/25

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ANDREWS NETWORK CORP.**

FILED
98 AUG 25 PM 2:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendments to its articles of incorporation:

FIRST: The name of this corporation shall be changed to **UNITED PAYPHONES OF AMERICA, INC.**

SECOND: The address of the Corporation shall be changed to 7051 West Commercial Boulevard, Suite 3A, Tamarac, Florida 33319.

THIRD: The officers of the Corporation shall be:

President:	Andrew Marcus
Secretary:	Andrew Marcus
Treasurer:	Andrew Marcus

whose addresses shall be the same as the principal address of the Corporation.

FOURTH: The Director(s) of the Corporation shall:

Andrew Marcus

whose addresses shall be the same as the principal address of the Corporation.

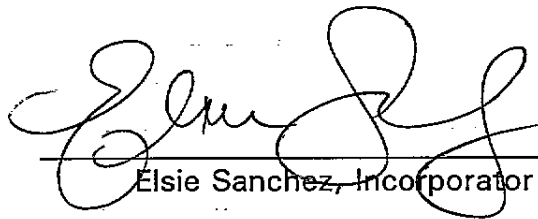


FIFTH: The date of the adoption of this amendment is the 24th day of August, 1998.

SIXTH: Shareholder action was not required for these Articles because no shares of stock have been issued, this amendment was adopted by the Incorporator.

SEVENTH: This amendment shall be effective upon the filing of these Articles of Amendment to Articles of Incorporation with the Secretary of State of Florida.

Signed this 24th day of August, 1998.



Elsie Sanchez, Incorporator

