

P98000063872

FILED
 98 SEP 11 PM 1:23
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

AMERILAWYER®

(Requestor's Name)
 343 ALMERIA AVENUE
 (Address)
 CORAL GABLES, FL 33134 - (305) 445-2700
 (City, State, Zip) (Phone #)

OFFICE USE ONLY

100002637411--5

-09/11/98--01071--016

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

****175.00 ****35.00

1. Long Distance America Inc. P98000063872
 (Corporation Name) (Document #)
2. _____
 (Corporation Name) (Document #)
3. _____
 (Corporation Name) (Document #)
4. _____
 (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
- Mail out Will wait Photocopy Certificate of Status

RECEIVED
 98 SEP 11 PM 12:47
 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
<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

Examiner's Initials Don

9/14/98

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
LONG DISTANCE AMERICA, INC.

FILED
98 SEP 11 PM 1:23
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: Article 7 of the Articles of Incorporation of LONG DISTANCE AMERICA, INC. states:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **ONE THOUSAND (1,000)** shares of common stock, each having the par value of **ONE CENT (\$.01)**.

SECOND: The corporate capitalization of LONG DISTANCE AMERICA, INC. will be amended to state:

The maximum number of shares that this Corporation is authorized to have outstanding at any time is **TWENTY MILLION SHARES (20,000,000)** shares of common stock, each having the par value of **ONE TENTH OF ONE CENT (0.001)**.

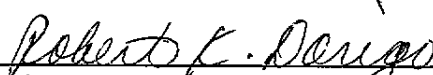
THIRD: The date of the adoption of this amendment is the 1 September 1998.



FOURTH: The Amendment was approved by the Shareholders. The number of votes cast for the Amendment was sufficient for approval.

FIFTH: 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 1 September 1998.


Robert K. Darigo, Chairman

ARTAMEND.STK

