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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



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Amend

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

The undersigned officer of the corporation described herein hereby submits the following amendments to the corporation's Articles of Incorporation to the Secretary of State of Florida pursuant to the applicable statutes of Chapter 607 of the Florida Statutes.

1. The date of incorporation of the corporation in the State of Florida was September 24, 1998. The corporation's document number is P98000082912.
2. The name of the corporation before amendment was:
Intelicom Network, Inc.
3. The name of the corporation after amendment is:
NovaQuest International, Inc.
4. The text of the amendment as adopted is as follows:
Article One of the Articles of Incorporation shall be amended as follows:
"The name of the corporation shall be NovaQuest International, Inc."
5. The number of authorized shares of common stock of the corporation before amendment was:
7,500 shares of common stock having a \$1.00 par value per share.
6. The authorized number of common shares and par value per share after amendment are as follows:
5,000,000 shares of Common Stock with a par value of \$.001 per share.
7. The text of the amendment as adopted is as follows:
Article Three of the Articles of Incorporation shall be amended as follows:
"The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 5,000,000 shares of Common Stock having a \$.001 par value per share.
8. The initial number of directors of the corporation was one.
9. The number of authorized directors of the corporation after amendment is nine.
10. The text of the amendment as adopted is as follows:
Article Six of the Articles of Incorporation is amended as follows:
"The corporation is authorized to have up to nine directors. The number of directors may be increased or decreased from time to time by an amendment to the Articles of Incorporation of the corporation in a manner provided by law, but shall never be less than one."

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11. The above amendments were adopted unanimously by the Board of Directors and were effective September 30, 1998. No shareholder action was required.

The manner of the adoption of the above Articles of Amendment to the Articles of Incorporation and the vote by which they were adopted constitute full legal compliance with the provisions of applicable law, the corporation's Articles of Incorporation, and the By-Laws of the corporation.

I hereby verify that the above statements are true and correct as of this 30th day of September 1998.


Brent T. Baird, Director