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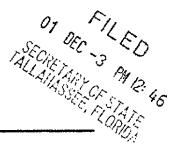
Jeff Bertram World Access Media, Inc. 369 Office Plaza Tallahassee, FL 32301

1-800-316-7363

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

fmend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



World Access Media, Inc.

P9800097082 (Document Number of Corporation (If known)

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)

1.) Changed Steven Shaw's elected office from President to VP, Treasurer + Secretary. 2.) Changed Jeff Bertram's elected office from VP, Treasurer + Secretary to President.

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:

типъъ.	The date of each amendment's adoption: $Ju(y 27, 200)$.
	: Adoption of Amendment(s) (CHECK ONE)
Þ	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.
	_
	Signed this day of
Signature	Bertian, President By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the strangholders) Wice President
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	(Typed or printed name)
	(Title)
	(1145)