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WILLIAM L. THOMPSON, JR., P.A.
ATTORNEY AT LAW

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 18 PM 12:51

2301 PARK AVENUE, SUITE 404
ORANGE PARK, FLORIDA 32073

TELEPHONE: (904) 269-4841
TELEFAX: (904) 269-9303
ELECTRONIC MAIL:
wlt.law@worldnet.att.net

December 15, 2000

Via UPS Next Day Air

Florida Department of State
Division Of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

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-12/19/00--01015--004
*****35.00 *****35.00

Re: Telecommunications Access Management, Inc.

Dear Sirs:

I have enclosed for filing the ARTICLES OF AMENDMENT of TELECOMMUNICATIONS ACCESS MANAGEMENT, INC. Also enclosed is our firm check, in the amount of \$35.00, representing the filing fee.

Please contact our office should you have any questions or concerns. Thank you for your assistance.

Sincerely,


William L. Thompson, Jr.

WLT/ptj

Enclosures

*W.L. Thompson's Sec't gave
Authorization to delete "initial". Amended & Restated Art.
12/21 ZB*

V. SHEPARD DEC 22 2000

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

TELECOMMUNICATIONS ACCESS MANAGEMENT, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 DEC 18 PM 12:51

1. The Name of this corporation is Telecommunications Access Management, Inc.
2. The Articles of Incorporation of this corporation are amended in their entirety to be as follows:

ARTICLE I

NAME

The name of this corporation is "Telecommunications Access Management, Inc."

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purpose of engaging in the installation, operation and maintenance of communications equipment, including without limitation microwave or RF equipment, antenna(s), poles, dishes or masts, transmitter(s), receiver(s), communication device(s), riser cable, riser fiber, conduit for the use of telecommunication, horizontal cabling or wiring, and transacting any or all lawful business permitted under the laws of the State of Florida or any other state and of the United States.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue One Million (1,000,000) shares of common stock having a par value of One Dollar (\$0.01) per share, which shares shall be and hereby are designated as "Common Shares". Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

Each share of common stock of the corporation issued and outstanding immediately prior to the amendment will become one thousand shares of common stock with any action by any shareholder.

ARTICLE IV

TERM OF EXISTENCE

The term for which this corporation shall exist shall be perpetual, commencing on the date of execution of these Articles.

ARTICLE V

PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the business of the corporation shall be 408 W. Monroe Street, Jacksonville, Florida 32202. The Board of directors may, from time to time, change the principal office and mailing address to any other address in Florida.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The ⁷⁵initial registered office of this corporation in the State of Florida is 408 W. Monroe Street, Jacksonville, Florida 32202, and the name of the ⁷⁶initial registered agent of this corporation at that address is : Kris A. Ervin. The Board of Directors may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator of this corporation is:

NAME

Kris A. Ervin

ADDRESS

3617 Crown Point Road
Suite 4
Jacksonville, FL 32257

ARTICLE VIII

BYLAWS

Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaws shall not be altered, repealed or amended by the Board of Directors.

ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaws made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

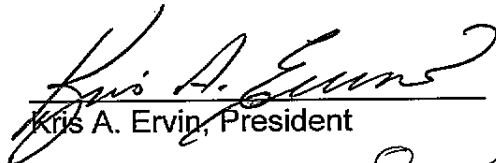
3. This amendment was adopted unanimously by the Board of Directors of this corporation by written consent dated December 1, 2000.

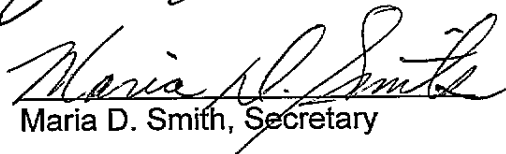
4. This amendment was approved by all shareholders of this corporation by written consent dated December 1, 2000.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation have executed these Articles of Amendment, this 13th day of December, 2000.

(CORPORATE SEAL)

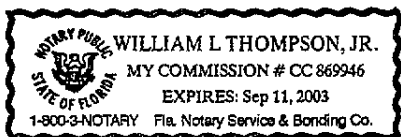
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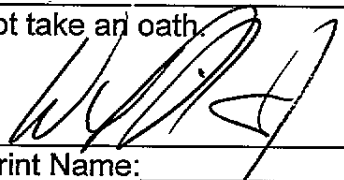

Kris A. Ervin, President


Maria D. Smith, Secretary

STATE OF FLORIDA
COUNTY OF CLAY

The foregoing instrument was acknowledged before me this 13 day of December, 2000, by Kris A. Ervin and Maria D. Smith, President and Secretary, respectively, of Telecommunications Access Management, Inc., ☒ who is personally known to me or ☐ who has produced _____ as identification and who ☐ did ☐ did not take an oath.





Print Name: _____
Notary Public, State of Florida

(SEAL)