

P99000009434

LAW OFFICES OF

Carol B. Haight

A PROFESSIONAL ASSOCIATION

BOCA PLAZA • SUITE 300
370 WEST CAMINO GARDENS BOULEVARD

Boca Raton, Florida 33432

TELEPHONE (561) 362-9100
DIRECT DIAL / VOICE MAIL
& PRIVATE FAX (561) 362-0764

June 14, 1999

The Office of The Secretary of State
409 East Gaines Street
Tallahassee, Florida 32399

400002906544--4
-06/16/99--01063--001
*****35.00 *****35.00

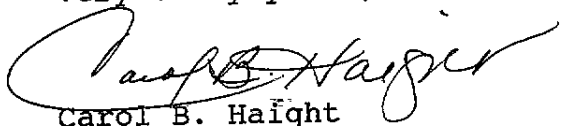
Re: Filing Amended Articles of Incorporation for
M & J Communications now to be Versacom International, Inc.

Dear Sir:

Enclosed for filing are two (2) original Amended Articles of Incorporation and the filing fee for the above-referenced Corporation. Please date stamp and return one original to me. A self-addressed and stamped envelope is enclosed for your convenience. Should you have any question concerning the enclosed, please call me at the above-noted telephone number.

Thank you for your cooperation and assistance.

Very truly yours,



Carol B. Haight
CBH/sme

NC
6-21-99
BMS

FILED
99 JUN 16 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CBH:jct
Enclosure

AMENDED ARTICLES OF INCORPORATION

OF

M & J COMMUNICATIONS, INC.

FILED

99 JUN 16 AM 8:26

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Florida Statute 607.1003 and 607.1006 of the Florida Business Corporation Act, M & J COMMUNICATIONS, INC. (the "Corporation") hereby amends its Articles of Incorporation, originally filed with the Department of State of Florida on January 27, 1999, Document No: P99000009434. The directors hereby adopt the following Amended Articles of Incorporation, with complete shareholder action and consent. The Directors and Shareholders of the Corporation are one and the same.

1. The name under which the Corporation was originally incorporated was: M & J COMMUNICATIONS, INC.

2. Article I of the Articles of Incorporation is hereby deleted in its entirety and amended to read as follows:

The name of this Corporation is VERSACOM INTERNATIONAL, INC. The mailing address and principal office of this Corporation shall be located at:

131 NW 13TH STREET

SUITE 36

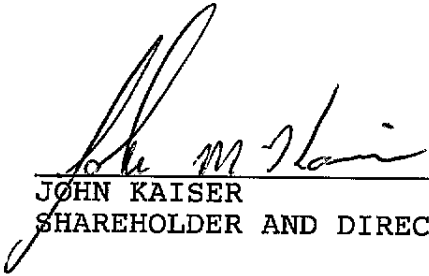
BOCA RATON, FLORIDA 33432

or at such other place as the Board of Directors may from time to time designate.

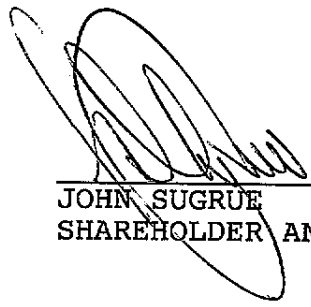
3. This amendment was made pursuant to Florida Statute 607.1003 and unanimously approved by the shareholders of the Corporation. The number of votes cast for the amendment was sufficient for approval by all shareholders on 5-26-99.

These Amended Articles of Incorporation have been duly adopted by all of the shareholders and Directors of the Corporation.

DATED this 26th day of May, 1999.



JOHN KAISER
SHAREHOLDER AND DIRECTOR



JOHN SUGRUE
SHAREHOLDER AND DIRECTOR