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P99000010717

July 6, 1999

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

300002927703--2

-07/09/99-01090-001
*****35.00 *****35.00

RE: BUYBELLSOUTH.COM, INC.

Gentlemen:

Enclosed please find two (2) copies of the Articles of Amendment of BUYBELLSOUTH.COM, INC. Also, enclosed please find our check in the amount of thirty-five (\$35.00) dollars made payable to the Secretary of State for filing fees of the above-mentioned amendment.

Should you have any questions with regard to the enclosed, please do not hesitate to contact the undersigned at (305) 669-9535.

Very truly yours,

David M. Glassberg
For the Firm

DMG/bac

FILED
JUL -9 PM 1:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC
for 7-9-99
P99000010717
CM

ARTICLES OF AMENDMENT
OF
BUYBELLSOUTH.COM, INC.

Pursuant to Florida Statutes, the following is submitted:

1. The name of this organization is:

BUYBELLSOUTH.COM, INC.

2. The Articles of Incorporation are amended by striking the name BUYBELLSOUTH.COM, INC. from Article I and inserting in place thereof the following:

ARTICLE I - NAME

The name of this organization shall be:

BUYTELCO.COM, INC.

3. The foregoing amendment was adopted by a unanimous vote of the members of the Board of Directors present at the Board of Directors meeting, pursuant to Florida Statutes, on the 1st day of July, 1999.

4. The foregoing amendment was adopted by a unanimous vote of the Stockholders present at the Board of Directors meeting, pursuant to Florida Statutes, on the 1st day of July, 1999.

5. There are no other Stockholders or Directors entitled to vote on this amendment.


IN WITNESS WHEREOF, the undersigned President and Secretary of this Corporation have executed these Articles of Amendment this 1st day of July, 1999.


STEVEN A. MCKEAN, President


DAVID S. MCKEAN, Secretary

STATE OF FLORIDA)
) ss:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me the day and year last above written by STEVEN A. MCKEAN and DAVID S. MCKEAN, both personally known to me to be the President and Secretary, respectively, of the above-named Florida corporation, on behalf of the Corporation.


Notary Public, State of Florida

My Commission expires:

C:\CORP\BuyBellSouth.AMD.wpd



NATALIE G. LAY
COMMISSION # CC 654173
EXPIRES JUN 9, 2001
BONDED WITH
ATLANTIC BONDING CO., INC.

FILED
99 JUL -9 PM 1:14
CLERK OF STATE
TALLAHASSEE, FLORIDA