

P99000010717  
GLASSBERG & GLASSBERG, P.A.

1570 MADRUGA AVENUE  
SUITE 211  
CORAL GABLES, FLORIDA 33146

DAVID M. GLASSBERG  
LORI H. GLASSBERG

(305) 669-9535  
FAX (305) 669-0804

OF COUNSEL:  
ROBERT C. BIEGEN  
LAWRENCE EVANS  
JAMES NEAL HUTCHINSON, JR.

December 15, 1999

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

RE: BUYTELCO.COM, INC.

900003090429--7  
-01/06/00--01052--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Enclosed please find two copies of the Articles of Dissolution for BUYTELCO.COM, INC. Also, enclosed please find our check in the amount of THIRTY FIVE AND 00/100 DOLLARS (\$35.00) made payable to the Secretary of State for filing fees of the above mentioned corporation.

Should you have any questions with regard to the foregoing, please contact the undersigned at (305) 669-9535.

Very truly yours,

David M. Glassberg

DMG/bal  
enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 JAN -6 PM 2:01

Amend  
LTS 1-13-2000

ARTICLES OF AMENDMENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

FOR

00 JAN -6 PM 2:01

BUYTELCO.COM, INC.

Pursuant to Florida Statutes, the following is submitted:

1. The name of this corporation is:

BUYTELCO.COM, INC.

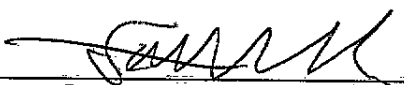
2. The Articles of Incorporation and Articles of Amendment are amended by striking therefrom Article III, in its entirety, and inserting in-place thereof the following:

ARTICLE III - CAPITAL STOCK

This Corporation is authorized to issue one class of capital stock designated Common Stock. The number of shares of Common Stock authorized to be issued is fifty million (50,000,000) and shall have a par value of \$.01 per share.

The foregoing amendment was adopted by all of the Directors of the Corporation at a Special Meeting of Directors, pursuant to Florida Statutes, on the 15<sup>th</sup> day of December, 1999. 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 15<sup>th</sup> day of December, 1999.

IN WITNESS WHEREOF, the undersigned President and Secretary of this corporation has executed these Articles of Amendment this 15<sup>th</sup> day of December, 1999.

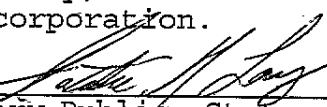
  
Steven A. McKean, President

  
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, President and David S. McKean, Secretary, respectively, of the above-named Florida corporation, on behalf of the corporation.

My Commission expires:

  
Notary Public, State of Florida

