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PP9000037044
Jun 22, 2001

Secretary of State
Bureau of Corporate Records
Attention: Corporations Division
Post Office Box 6327
Tallahassee, Florida 32314

Re: Articles of Amendment to Articles of Incorporation of Tele-Cable
Communications, Inc.
Effective Date: Date of Filing

70000445297--0
-06/26/01--01021--008
*****35.00 *****35.00

Dear Sir or Madam:

In connection with the amendment of the Articles of Incorporation of the above corporation, I have enclosed the following:

1. One signed original and one signed copy of Articles of Amendment to Articles of Incorporation of Tele-Cable Communications, Inc., which provides for the elimination of pre-emptive rights.
2. A check in the amount of \$35.00 payable to the Department of State to cover the filing fee.

Please endorse your approval of the Articles of Amendment to Articles of Incorporation on the additional signed copy of the Articles of Amendment and return the docketed copy to me.

Please contact me if you have any questions or need additional information.

Sincerely,

Jeffrey M. Koltun

JMK:kl
Enclosures

cc: Mr. Daniel J. Callas

FILED
01 JUN 26 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

T BROWN JUN 29 2001

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TELE-CABLE COMMUNICATIONS, INC.

FILED
01 JUN 26 PM 3:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.1006 of the *Florida Statutes*, Tele-Cable Communications, Inc., a corporation organized and existing under the laws of the State of Florida, hereby adopts the following Articles of Amendment to its Articles of Incorporation:

Section 1 - Name

The name of the corporation is Tele-Cable Communications, Inc. (hereinafter referred to as the "Corporation").

Section 2 - Adoption and Text of Amendments


All of the members of the Board of Directors of the Corporation approved the following resolutions amending the Articles of Incorporation by written consent dated April 12, 2001, in accordance with the provisions of Section 607.0821 of the *Florida Statutes*, and a majority of the Shareholders of the Corporation cast a sufficient number of votes necessary to approve the resolution amending the Articles of Incorporation on April 12, 2001:

RESOLVED, that Article IX of the Articles of Incorporation shall be amended in its entirety to read as follows:

"No holder of shares of the corporation of any class now or hereafter authorized has any preferential or pre-emptive right to subscribe for, purchase or receive any shares of the corporation of any class now or hereafter authorized, or any options or warrants for such shares, which may at any time be issued, sold or offered for sale by the corporation."

Dated this 22nd day of JUNE, 2001.

Tele-Cable Communications, Inc.

By: 
Daniel J. Callas, President