



THE UNITED STATES
CORPORATION
COMPANY

P9900004213C

ACCOUNT NO. : 072100000032

REFERENCE : 302141 170487A

AUTHORIZATION

Patricia Pigg

COST LIMIT : \$ 35

99 JUL -9 PM 4:53
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ORDER DATE : July 9, 1999

ORDER TIME : 1:28 PM

ORDER NO. : 302141-005

CUSTOMER NO: 170487A

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Chayse
Armen
500002927725--3

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DOMESTIC AMENDMENT FILING

NAME: CONNECT ONE MANAGEMENT CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christine Lillich

EXAMINER'S INITIALS:

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION

CONNECT ONE MANAGEMENT CORP.

Pursuant to the provisions of Section 607.1006, Florida Statutes, this Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FIRST: The following Articles are amended to read as follows:

Article I NAME is replaced with the following:

The name of the corporation is hereby changed to: CONNECTONE TELCOM CORP.

Article IV BOARD OF DIRECTORS

The Corporation shall have at least one Director and the Board of Directors shall have, to the fullest extent permitted by law, the authority to set the number of positions on the Board, and to change same from time to time, provided there is at least one Director. The current Director is Albert Monash.

Article V CAPITAL STOCK

To the greatest extent permitted under law, the Board of Directors, without the need for Shareholder approval, shall have the authority to take action or inaction with respect to the securities of the Corporation, including issuance, authorization, and cancellation.

The capital stock of the Corporation shall consist of a total of 100,000,000 shares of Common Stock separated into two classes of Common Stock, as follows:

A total of 50,000,000 shares of Class A Common Stock, par value \$.0001 per share, which shall have the normal rights and preferences, including voting, for Common Stock as set forth under law.

A total of 50,000,000 shares of Class B Common Stock, par value \$.0001, which shall also have the normal rights and preferences, for Common Stock as set forth under law, except such Class shall be non-voting.

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In addition, the Corporation shall have the right to issue a total of 50,000,000 shares of Preferred Stock, par value \$.0001, as follows:

The Preferred Stock shall be issuable, in the discretion of the Board of Directors, in one or more series, to be designated also in the discretion of the Board of Directors. Further, besides establishing the series, the Board shall, in its discretion, have the right to fix the number of shares in such series, and the preference, rights, and restrictions which apply, including, without limitation, any voting rights, dividend rights, liquidation rights, conversion rights, transfer rights, and redemption rights, all to the fullest extent permitted by law.

SECOND: The following Articles are added to the Articles of Incorporation:

Article VIII: CONTROL SHARES; AFFILIATED TRANSACTIONS

The Corporation elects not to be governed by Florida Statute Section 607.0902, as amended from time to time, relating to control share acquisitions, and the Corporation elects not to be governed by Florida Statute Section 607.0901, as amended from time to time, concerning affiliated transactions.

ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify officers and Directors of the Corporation and any and all subsidiaries from any and all claims, obligations, liabilities, and attorneys fees and costs, resulting or arising from action or inaction while performing their duties, in the discretion of the Board of Directors, to the fullest extent permitted by law.

ARTICLE X BOARD OF DIRECTORS AUTHORITY

In addition to such other authority granted under Florida law, the other Articles of the Articles of Incorporation, and the Bylaws, except to the extent such right is unconditionally vested with the Shareholders or in any case prohibited by law, the Board of Directors shall have the authority to take any action or make any determination, without the need for Shareholder approval, including, without limitation, changing the Articles of Incorporation and Bylaws of the Corporation, and with respect to mergers, acquisitions, the issuance of securities, stock splits, reverse or otherwise, and similar events.

FOURTH: The Amendments, including changes and additions, were approved by the Shareholders. The number of votes cast for the Amendments was sufficient for approval. The Board of Directors also approved the Amendments.

Signed this date:

Signature: 
President Albert Monash