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BASIC AMENDMENT

WORLD CONNECT, INC.

Certificate of Status	0
Certified Copy	0
Page Count	01
Estimated Charge	\$35.00

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November 15, 1999

WORLD CONNECT, INC. 9210 CHARLES E. LIMPUS ROAD ORLANDO, FL 32836

SUBJECT: WORLD CONNECT, INC. REF: P99000084029

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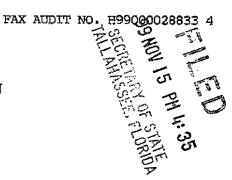
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Darlene Connell Corporate Specialist FAX Aud. #: H99000028833 Letter Number: 699A00054721

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF WORLD CONNECT, INC.



WORLD CONNECT, INC., a corporation organized and existing under the laws of the State of Florida, under Certificate filed in the office of the Secretary of State on September 22, 1999 hereby certifies as follows:

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

FIRST: The Certificate of Incorporation of WORLD CONNECT, INC. shall be amended so as to delete Article IV. Capital Stock and replace it with a new Article IV. Capital Stock, which shall read as follows:

The Corporation is authorized to issue 100,000 shares of voting common stock having a par value of \$.01 per share.

SECOND: The date of each Amendment's adoption: 6,0003672, 1999.

THIRD: This Amendment was adopted by the incorporator without shareholder action and shareholder action was not required.

Signed this 4 day of Never 3 - 1, 1999.

WORLD CONNECT, INC.

By: William Irey

Its: Incorporator