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November 19, 1999

Department of State
Division of Corporations
Amendment Section
409 E. Gaines Street
Tallahassee, FL 32399

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-11/23/99--01042--011
*****35.00 *****35.00

Re: **OmniCall Acquisition Corp.**

Dear Madam/Sir:

Enclosed please find the Articles of Amendment to Articles of Incorporation of OmniCall Acquisition Corp. for filing. Also enclosed is our check in the amount of \$35.00 for the requisite fee. Please return a time-stamped copy in the self-addressed stamped envelope provided.

If you have any questions, please do not hesitate to contact us.

Sincerely,

Ella Marcum

Ella Marcum
Legal Assistant

Enclosures

FILED
99 NOV 23 PM 2:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
OMNICALL ACQUISITION 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: ARTICLE III, is hereby deleted and in its place, the following is added:

ARTICLE VII

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 20,000,000 shares of common stock having a par value of \$0.01 per share.

SECOND: The date of this Amendment's adoption is November 15, 1999. ^{K7}

THIRD: The Adoption of this Amendment was unanimously approved by the shareholders.

Signed this 16th day of November, 1999.

OMNICALL ACQUISITION CORP.

By: 

Name: Kenneth Baritz

Title: Chairman and Chief Executive Officer

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA