

550452



FILED
01 JAN 29 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032
REFERENCE : 980880 4311859
AUTHORIZATION : *Patricia Pigute*
COST LIMIT : \$ 43.75

ORDER DATE : January 29, 2001

ORDER TIME : 10:36 AM

ORDER NO. : 980880-005

CUSTOMER NO: 4311859

CUSTOMER: Cindy Gorgoretti, Paralegal
Torys
237 Park Avenue
20th Floor
New York, NY 10017-3142

400003589634--5

DOMESTIC AMENDMENT FILING

NAME: ABLE TELCOM HOLDING CORP.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Susie Knight -- EXT# 1156

EXAMINER'S INITIALS: _____

G. COULLETTE JAN 29 2001

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION

OF

ABLE TELCOM HOLDING CORP.

Pursuant to Section 607.1006 of the
Florida Business Corporation Act

FILED
01 JAN 29 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1006 of the Florida Business Corporation Act (the "FBCA"), Able Telecom Holding Corp. (the "Corporation") hereby adapts the following Amendment to the Articles of Incorporation (the "Amendment"):

1. The name of the Corporation is Able Telcom Holding Corp.
2. The Amendment set forth below was duly adapted on December 22, 2000 by the shareholders of the Corporation by unanimous written consent pursuant to Section 607.0704 of FBCA. The number of votes cast for the Amendment by the shareholders was sufficient for approval of the Amendment.
3. This Amendment to the Corporation's Articles of Incorporation shall amend Article Third in its entirety as follows:

"The number of shares that the Corporation is authorized to issue is 20,000,000, all of which are of a par value of \$0.01 each and are of the same class and are Common Stock (the "Common Stock")."

* * *

IN WITNESS WHEREOF, the Corporation has caused the foregoing Articles of Amendment to Articles of Incorporation to be signed on December 22, 2000. -

ABLE TELCOM HOLDING CORP.

By: 

Name: Jonathan Taylor

Title: President and CEO