

G35222

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**BASIC AMENDMENT
I-LINK INCORPORATED**

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*2 of 2 filings 12/03/03
Name Change &
Amendment*



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

December 1, 2003

I-LINK INCORPORATED
13751 SOUTH WADSWORTH PARK DRIVE
SUITE 200
DRAPER, UT 84020

SUBJECT: I-LINK INCORPORATED
REF: G35222

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The subject corporation was administratively dissolved on September 19, 2003 and must be reinstated before the amendment can be filed. The fee to reinstate is \$750. A reinstatement application can be downloaded from our website at www.sunbiz.org

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Susan Payne
Senior Section Administrator

FAX Aud. #: H03000325796
Letter Number: 203A00064458

**ARTICLES OF AMENDMENT TO THE AMENDED
AND RESTATED ARTICLES OF INCORPORATION
OF
I-LINK INCORPORATED**

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Pursuant to the Amended and Restated Articles of Incorporation of the I-Link Incorporated (the "Corporation"), as amended (the "Articles of Incorporation") and the provisions of Section 607.1003 of the Florida Business Corporation Act, the Board of Directors of the Corporation recommended and the shareholders of the Corporation have resolved to amend the Articles of Incorporation, as follows:

A. Article I of the Articles of Incorporation shall be deleted in the entirety and the following shall be substituted therefor:

"Article I. The name of the corporation is Acceris Communications Inc."

B. Article III of the Articles of Incorporation shall be amended by deleting paragraph A as it is now in its entirety and substituting the following for it:

"A(1). Three Hundred Million (300,000,000) shares of common stock, having a par value of \$.007 per share (the "Common Stock").

"A(2). Effective 12:01 a.m. on November 28, 2003 (the "Effective Date"), each one (1) share of Common Stock of the Company's issued and outstanding shall, by virtue of this amendment of the Company's Articles of Incorporation, be combined into one-twentieth (1/20th) of one (1) share of fully paid and non-assessable Common Stock of the Company, subject to treatment of fractional share interests described below. Following the effectiveness of these Articles of Amendment, the Company will evidence the reverse stock split effected by this paragraph (A(2)) pursuant to the procedures of the Company.

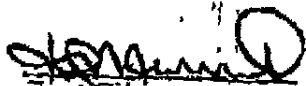
(i) No fractional shares of Common Stock of the Company shall be issued. No Stockholder of the Company shall transfer any fractional shares of Common Stock of the Company. The Company shall not recognize on its stock record books any purported transfer of any fractional shares of Common Stock of the Company.

(ii) A holder of Common Stock, who immediately prior to the Effective Date, owns a number of shares of Common Stock of the Company which is not evenly divisible by the reverse split ratio shall, with respect to the fractional interest, be issued a number of shares of new Common Stock of the Company, rounded to the nearest whole number."

C. The amendments set forth in the foregoing Sections A and B were duly approved and adopted by the majority of all votes entitled to be cast by the shareholders of the Corporation at a meeting held on November 26, 2003, pursuant to the provisions of the Florida Business Corporation Act. The number of votes cast was sufficient for approval.

IN WITNESS WHEREOF, I-Link Incorporated has caused these Articles of Amendment to the Amended and Restated Articles of Incorporation to be executed by its President and attested to by its Secretary this 26th day of November, 2003.

I-LINK INCORPORATED

By: 
Kelly Murumets
President

ATTEST:


Stephen A. Weintraub, Secretary