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September 30, 1999

VIA OVERNIGHT DELIVERY

Mr. Dale Roberts
Executive Secretary
Missouri Public Service Commission
PO Box 360
Jefferson City, Missouri 65102

Re: Park 'N View, Inc.
Original Case No. ~~70-2000-264~~

70-2000-264
FILED²
OCT 4 1999
Missouri Public
Service Commission

Dear Mr. Roberts:

Enclosed please find one original and three (3) copies of an Adoption Notice to amend Park 'N View, Inc.'s Certificate of Convenience and Necessity to change its name to PNV.net, Inc. The company has changed its name for marketing purposes. I have also enclosed four (4) copies of the Amended Certificate of Authority issued by the Secretary of State.

I have also enclosed an extra copy of this letter to be date stamped and returned to me in the enclosed, self addressed, postage prepaid envelope.

If you have any questions or if I may provide you with any additional information, please do not hesitate to contact me.
Thank you.

Respectfully submitted,


Lance J.M. Steinhart

Attorney for PNV.net, Inc.
f/k/a Park 'N View, Inc.

Enclosures
cc: Mr. Stephen Conkling

0000315

ADOPTION NOTICE

Effective June 4, 1999, the Articles of Incorporation of Park 'N View, Inc. were amended as to change its corporate name to PNV.net, Inc.

PNV.net, Inc. hereby adopts, ratifies, and makes its own, in every respect as if the same had been originally filed by it, all schedules, rules, notices, concurrences, schedule agreements, divisions, authorities or other instruments whatsoever, filed with the Public Service Commission, State of Missouri, by Park 'N View, Inc. prior to June 4, 1999.

By this notice it also adopts and ratifies all supplements or amendments to any of the above schedules, etc. which Park 'N View, Inc. has heretofore filed with said Commission.

Issued: October 4, 1999

Effective: November 4, 1999

Stephen Conkling, President
11711 NW 39th Street
Coral Springs, Florida 33065

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION
AMENDED CERTIFICATE OF AUTHORITY
OF A FOREIGN CORPORATION

WHEREAS,

PNV.NET, INC.

FORMERLY,

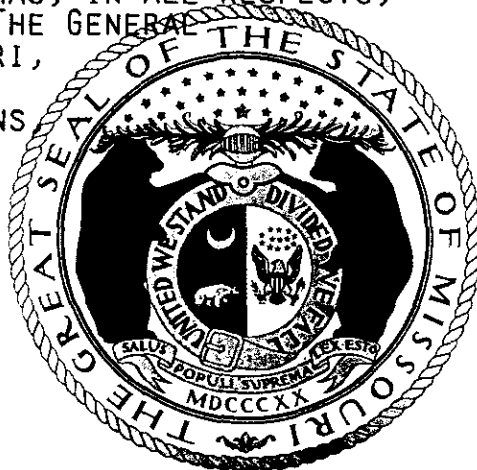
PARK 'N VIEW, INC.

INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND NOW IN EXISTENCE AND IN GOOD STANDING IN SAID STATE, AND QUALIFIED TO TRANSACT BUSINESS IN MISSOURI HAS DELIVERED TO ME, DULY AUTHENTICATED EVIDENCE OF AN AMENDMENT TO ITS ARTICLES OF INCORPORATION AS PROVIDED BY LAW, AND HAS, IN ALL RESPECTS, COMPLIED WITH THE REQUIREMENTS OF THE THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI, GOVERNING AMENDMENTS TO THE ARTICLES OF INCORPORATION OF FOREIGN CORPORATIONS AND IN ACCORDANCE THEREWITH ISSUE THIS CERTIFICATE OF AMENDMENT.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 25TH DAY OF JUNE, 1999

Rebecca McDowell Cook

Secretary of State



\$25.00



State of Missouri

Rebecca McDowell Cook, Secretary of State

FILED

Corporation Division AND AMENDED CERTIFICATE OF
AUTHORITY ISSUED

Application for an Amended Certificate of Authority for a Foreign Corporation

JUN 25 1999

(Submit in duplicate with filing fee of \$25.00)

Rebecca McDowell Cook
SECRETARY OF STATE

The below corporation, relating to amending its certificate of authority of Foreign Corporation, does hereby state:

(1) Its name is: Park 'N View, Inc.
and is incorporated in the State of: Delaware; and it was qualified
in the State of Missouri on April 29, 1998
(month/day/year)

(2) By appropriate corporate action on: June 4, 1999, the corporation:
(month/day/year)

(1) Changed its corporation name to: PNV.Net, Inc.

Name it will use in Missouri if new name not available: _____

(2) Changed its period of duration to: _____

(3) Changed the state or country of its incorporation to: _____

(3) There is attached hereto a Certificate of the Secretary of State of the State of Delaware
relating to the amendment(s), set forth in item 2 above and showing that the Corporation is in existence
and in good standing in said State.

(4) The effective date of this document is the date it is filed by the Secretary of State of Missouri, unless you
indicate a future date, as follows: _____
(Date may not be more than 90 days after the filing date in this office)

In affirmation thereon, the facts stated above are true.

S. L. Conkling
(Authorized signature of officer or chairman of the board)

President
(Title)

6/10/99
(Date of signature)

Attached is a current certificate attesting to the change, duly authenticated by the secretary of state or
other official having custody of corporate records in the state or country of incorporation.

Office of the Secretary of State

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "PARK 'N VIEW, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "PNV.NET, INC.", THE FOURTH DAY OF JUNE, A.D. 1999, AT 9 O'CLOCK A.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID CORPORATION IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

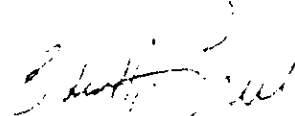
AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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991241732

9807256

06-16-99


Edward J. Freel, Secretary of State

AUTHENTICATION

DATE

STATE OF MISSOURI



Rebecca McDowell Cook
Secretary of State

CORPORATION DIVISION - CERTIFICATE OF AUTHORITY

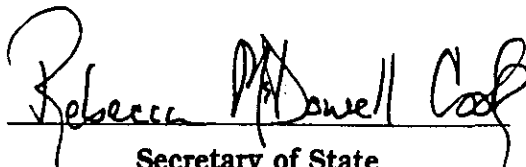
WHEREAS,
PARK 'N VIEW, INC.

USING IN MISSOURI THE NAME
PARK 'N VIEW, INC.

HAS COMPLIED WITH THE GENERAL AND BUSINESS CORPORATION LAW WHICH GOVERNS FOREIGN CORPORATIONS; BY FILING IN THE OFFICE OF THE SECRETARY OF STATE OF MISSOURI AUTHENTICATED EVIDENCE OF ITS INCORPORATION AND GOOD STANDING UNDER THE LAWS OF THE STATE OF DELAWARE.

NOW, THEREFORE, I, REBECCA MCDOWELL COOK, SECRETARY OF STATE OF THE STATE OF MISSOURI, DO HEREBY CERTIFY THAT SAID CORPORATION IS FROM THIS DATE DULY AUTHORIZED TO TRANSACT BUSINESS IN THIS STATE, AND IS ENTITLED TO ALL RIGHTS AND PRIVILEGES GRANTED TO FOREIGN CORPORATIONS UNDER THE GENERAL AND BUSINESS CORPORATION LAW OF MISSOURI.

IN TESTIMONY WHEREOF, I HAVE SET MY HAND AND IMPRINTED THE GREAT SEAL OF THE STATE OF MISSOURI, ON THIS, THE 29TH DAY OF APRIL, 1998.


Secretary of State



\$155.00