

L03000021068

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

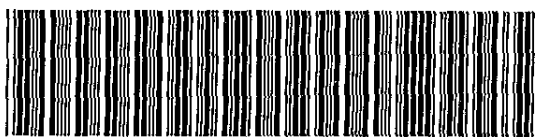
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LAW OFFICES OF
JACQUELINE A. SALCINES, P.A.

JACQUELINE A. SALCINES

3037 S.W. 21st Street
Miami, Florida 33145

Tel: (305) 448-1657
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July 9, 2003

Department of State
Division of Corporations
Amendment Section
P.O. Box 6327
Tallahassee, FL 32314

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RE: *Smartphones, LLC*

Dear Sir or Madam:

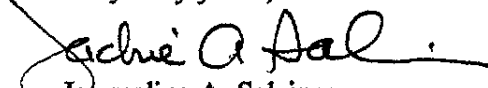
Enclosed please find the following with regard to the above-referenced limited liability company:

- 1) Articles of Amendment;
- 2) Check in the amount of \$25.00

Please file and send a copy back to this firm.

Thank you for your anticipated cooperation in this regard. Please feel free to call me should you have any questions or concerns.

Very truly yours,


Jacqueline A. Salcines

Encls.

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION OF
SMARTPHONES, LLC.

SMARTPHONES, LLC, a Florida Limited Liability Company, pursuant to the provisions of Section §608.411, Florida Statutes, this Florida limited liability company adopts the following Articles of Amendment to its Articles of Organization as follows:

- FIRST:** The date of the filing of the Articles of Organization was June 6, 2003, document number L03000021068
- SECOND:** The following Amendment to the Articles of Organization were adopted by the limited liability company:
- THIRD:** The name of the company shall be changed to GH Cellular, LLC.
- FOURTH:** Henry Rosenheck has resigned as Member of the Company and Smartphones, Inc. has bought out his share and will be 50% owner of the company.
- FIFTH:** The Amendment was approved by all Members. The number of votes cast for the Amendment was sufficient for approval.

Signed this 7 day of JULY, 2003.



GABRIEL SERFATY, Member

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