

TELCEL Corp.
2680 SW 137th Avenue
Miami, Florida. 33175

P01000078926

Department of State

Return address information :

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FILED
01 DEC 24 PM 4: 39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*al Amend
12/27*



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 14, 2001

TELCEL CORP.
2680 SW 137TH AVE.
MIAMI, FL 33175

SUBJECT: TELCEL CORP.
Ref. Number: P01000078926

We have received your document for TELCEL CORP. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name and title of the person signing the document must be noted beneath or opposite the signature.

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) 245-6908.

Anna Chesnut
Corporate Specialist

Letter Number: 001A00065807

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

TELCEL CORP.

(present name)

P01000078926

(Document Number of Corporation (If known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE VI - DIRECTOR(S)

Jorge Palmero - (DELETED)

MARIELA PALMERO - (DELETED)

JAIME MONTAÑEZ - (DELETED)

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SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

CARLOS RODRIGUEZ - PRESIDENT

LEO JIRAM - VICE-PRESIDENT

THIRD: The date of each amendment's adoption: 12-05-01

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(s) was/were approved by the shareholders through voting groups. *The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):*

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
(voting group)

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5 day of DECEMBER, 2001

Signature



(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

CARLOS RODRIGUEZ

(Typed or printed name)

PRESIDENT / INCORPORATOR

(Title)