NOT JUST CELLULAR OF NY, INC.

120 MCGAW DRIVE EDISON, NEW JERSEY, 08837 Tel: (732) 346-1610

Fax: (632)346-1950

April 4, 2002

Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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Enclosed please find an original and on e (1) copy of the Articles of Amendment of the Articles of Incorporation of Direct Communications South, Inc., along with a check in the amount of \$43.75 for the filing fee. Please file same and a return a certified copy in the enclosed self-addressed stamped envelope.

Very truly yours,

George T. Lewis, Jr.

General Counsel

encl.

NAME (HANGE 04/12/02

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

DIRECT COMMUNICATIONS SOUTH; TMC.

(present name)

POLOGO 80924

(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 I NAME

THE WAME OF THE CORPORATION SHALL BE.

ELEPHANT WIRELESS OF FL., INC.

SECRETARY OF STATE DIVISION OF CORPORATIONS
7002 APR -8 PM 1: 45

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:

| THIRD: | The date of each amendment's adoption: MARCH 20, 2002 |
|-----------|---|
| FOURTH | : Adoption of Amendment(s) (CHECK ONE) |
| Ď | 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 21°T day of MARCIT, 2002. |
| 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) |
| | |
| | (Typed or printed name) |
| | (Typed or printed name) |
| | Parking |
| | PRESIDENT (Title) |