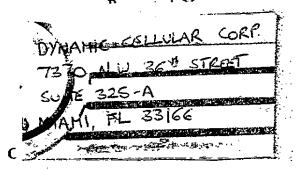
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

98 JUL 13 PM 6: 37 SECRETARY OF STATE TALLAHASSEE, FLORIDA

DYNAMIC CELLULAR CORP.
(present name)

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 V: Mailing Address of Corporation

The Corporation's Mailing Address shall be:

7370 N.W. 36th Street, Suite 325-A Miami, FL 33166

- Article VI: Officers and Directors

The name and post office address of the Officers and Directors of this Corporation is:

Leonardo A. Schamy 7370 N.W. 36th Street, Suite 325-A Miami, FL 33166

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: July 1, 1998			
FOURTH	: Adoption of Amendment(s) (CHECK ONE)			
Z	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
C	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			
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)			
	Leonardo A. Schamy			
	Typed or printed name			
	Director and President			
Title				