

P98000034486  
STARPHONE CORP.

3400 N.E. 192 Street # 1805 \* Aventura, Fl. 33180  
Phone: 932-8044 \*\*\*\*\* Fax: 935-2442

May 10, 1999

Division of Corporations  
P.O.Box 1500  
Tallahassee, Fla. 32302-1500

REF NO: P98000034486  
Starphone Corp.

100002876111--1  
-05/17/99--01002--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Gentlemen:

Enclosed please find Articles of Amendment of above named corporation.

Please expedite and hope that now everything will be the way it should be.

Thank you for your cooperation.

Sincerely,



GUSTAVO VALDES  
President

FILED  
99 MAY 14 PM 4:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Name change  
NFS 5-17-99*

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
99 MAY 14 PM 4: 12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STARPHONE CORPORATION

(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:

change of name from STARPHONE CORPORATION to STARPHONE CORP.

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

ARTICLE 1

The change of name should be STARPHONE CORP.

**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: May 7, 1999

**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 7th day of May, 19 99.

Signature \_\_\_\_\_

*G. Valdes*  
(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)

GUSTAVO VALDES

\_\_\_\_\_  
Typed or printed name

President

\_\_\_\_\_  
Title