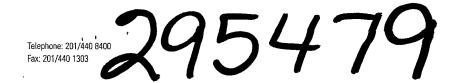
MobileComm 65 Challenger Road Ridgefield Park, NJ 07660



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February 12, 1998



Florida Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

Certificate of Amendment of the Articles of Incorporation of Re: MobileComm of Florida, Inc.

To Whom It Concerns:

Enclosed please find an Amendment to the Articles of Incorporation for filing on behalf of MobileComm of Florida, Inc. along with the filing fee of \$35.00 and \$52.50 to receive a certified copy of the filing.

Please forward the certified copy of the filing to my attention in the enclosed envelope. Please feel free to contact me at (201) 440-8400 extension 3950 should you have any questions.

Very truly yours,

Associate Paralegal

Enclosures

cc: Roberta Boykin, Corporate Counsel

FEB 1 9 1998

Amend

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION 98 FEB 17 AM 10: 12

FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA

MobileComm of Florida, Inc.

(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 III. The Board of Directors of this corporation shall consist of not less than one (1) nor more than five (5) directors, the actual number thereof to be determined from time to time by resolution of the Board of Directors or of the shareholder(s)."

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:

,		
TH	IIRD: Th	ne date of each amendment's adoption: November 3, 1997
		Adoption of Amendment(s) (CHECK ONE)
	Ä	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 byvoting 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.
	S	igned this day of, 19, 19
S	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)
		(By a director if adopted by the directors)
		OR
		(By an incorporator if adopted by the incorporators)
		Roberta M. Boykin Typed or printed name
		Assistant Secretary
		Title