

F990000B4474



January 24, 2002

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

000005022510--1
-02/26/02--01015--030
*****43.75 *****43.75

Dear Sirs:

Enclosed please find duly signed form and check in the amount of 43.75 covering the filing fee and a certified copy of the amendment.

I also return all the file as per your letter of November 29, 2001 (copy attached) and a check for \$150.00 to cover the year 2002.

Thanks for your prompt attention.

GILAT LATIN AMERICA, INC.

Bertha Caceres

Bertha Caceres
Manager Legal Department
(954) 858 1600 Ext. 2267

FILED
02 FEB 25 AM 10:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*File 2nd
NC
T. Lewis 2/26/02*



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 29, 2001

GLOBAL VILLAGE TELECOM AMERICAS, INC.
1560 SAWGRASS CORPORATE PARKWAY, STE 200
C/O BERTHA CACERES
SUNRISE, FL 33323

SUBJECT: GLOBAL VILLAGE TELECOM AMERICAS, INC.
Ref. Number: F99000004474

We have received your document for GLOBAL VILLAGE TELECOM AMERICAS, INC. and check(s) totaling \$917.50. However, your check(s) and document are being returned for the following:

The records of the Division of Corporations do not reflect a name change has been filed for this corporation as indicated on the enclosed annual report/uniform business report. This report cannot be filed under the new name until an amendment has been filed. For your convenience, enclosed are the instructions and/or forms to change the name. Please return the amendment and annual report/uniform business report together to the address indicated on the amendment form.

The amendment filing fee is \$35.

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) 245-6059.

Tyrone Scott
Document Specialist

Letter Number: 601A00063430

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA
(Pursuant to s. 607.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

1. GILAT-TO-HOME LATIN AMERICA, INC.
Name of corporation as it appears on the records of the Department of State.
2. DELAWARE
Incorporated under laws of
3. AUGUST 26, 1999
Date authorized to do business in Florida

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? FEBRUARY 16, 2001
5. GILAT LATIN AMERICA, INC.
Name of corporation after the amendment, adding suffix "corporation" "company" or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation.
6. If the amendment changes the period of duration, indicate new period of duration.
- _____
New Duration
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.
- _____
New Jurisdiction


Signature

01/24/02
Date

GIORA ORON
Typed or printed name

CEO
Title

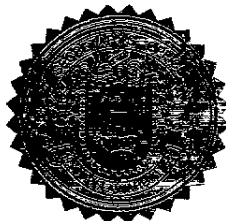
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Delaware

PAGE 1

The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "GILAT-TO-HOME LATIN AMERICA, INC.", CHANGING ITS NAME FROM "GILAT-TO-HOME LATIN AMERICA, INC." TO "GILAT LATIN AMERICA, INC.", FILED IN THIS OFFICE ON THE SIXTEENTH DAY OF FEBRUARY, A.D. 2001, AT 9 O'CLOCK A.M.



3018131 8100

020006093

Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1568676

DATE: 01-19-02

STATE of DELAWARE CERTIFICATE of AMENDMENT of CERTIFICATE of INCORPORATION

First That the Board of Directors of Gilat-To-Home Latin America, Inc. adopted resolutions via written consent setting forth a proposed amendment of the Certificate of Incorporation of said corporation, declaring said amendment to be advisable and calling a meeting of the stockholders of said corporation for consideration thereof. The resolutions setting forth the proposed amendment is as follows:

Resolved, that the Certificate of Incorporation of this corporation be amended by changing the Article thereof numbered "FIRST" so that, as amended, said Article shall be and read as follows:

"FIRST: The name of the Corporation is Gilat Latin America, Inc."

Second: That thereafter, pursuant to resolution of its Board of Directors, a written consent in lieu of meeting was executed by the stockholders in accordance with Section 228 of the General Corporation Law of the State of Delaware and the number of holders of shares necessary to authorize such action as required by Statute were consented to in writing.

Third: That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

Fourth: That the capital of said corporation shall not be reduced under or by reason of said amendment.

GILAT-TO-HOME LATIN AMERICA, INC.

By: _____


Alan L. Freece, President