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September 12, 2000

CORPORATION NAME (S) AND DOCUMENT NUMBER (S)

Wireless Fusion Inc.

Amend

Filing Evidence

- ☐ Plain/Confirmation Copy
- ☒ Certified Copy

Retrieval Request

- ☐ Photocopy
- ☐ Certified Copy

Type of Document

- ☐ Certificate of Status
- ☐ Certificate of Good Standing
- ☐ Articles Only
- ☐ All Charter Documents to Include Articles & Amendments
- ☐ Certificate of Fictitious Name
- ☐ _____

FILED
00 SEP 13 PM 12:45
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	Non Profit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of RA Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

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OTHER FILINGS	
<input type="checkbox"/>	Annual Reports
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation
<input type="checkbox"/>	Reinstatement

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

RECEIVED
00 SEP 13 AM 10:40
DIVISION OF CORPORATION

Dee
9/13/00

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
WIRELESS FUSION INC.**

FILED
00 SEP 13 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

The Board of Directors of Wireless Fusion, Inc. (Corporation) representing the sole shareholders of the Corporation at the time of adoption of this amendment, has authorized the following amendments to:

Article II Principal Office

The principal place of business and mailing address of this corporation shall be:

1000 W. McNab Road
Fort Lauderdale, FL 33069

Article III Shares

As of adoption date of this amendment, all previously authorized and outstanding shares of the Corporation are hereby exchanged for two (2) outstanding common shares as authorized hereinafter.

The Board of Directors hereby authorizes the Corporation to issue:

- (a) No more than fifty million (50,000,000) common shares at no par value per share.
- (b) No more than twenty million (20,000,000) of Class A Preferred shares at \$1.00 par value per share.
- (c) No more than twenty million (20,000,000) of Class B Preferred shares at \$2.00 par value per share.

The Board of Directors may determine, in whole or in part the preferences, limitations, and relative rights of Class A or Class B Preferred stocks before the issuance of any shares of that class, or before issuance of one or more series within a class subject to limitations of *section 607.0602, Florida Statutes*.

In absence of any outstanding Class A or Class B preferred stocks, the outstanding common shares of the Corporation together have unlimited voting rights, and together are entitled to receive the net assets of the corporation upon dissolution.

Article IV Registered Agent and Street Address

The name and address of the registered agent is:

Laura Ainsztein
1000 W. McNab Road
Fort Lauderdale, FL 33069

Article VI Limitations on the Number of Directors

The corporation shall have at least three but not more than seven directors except that when all of the outstanding shares of record are held by fewer than three shareholders then there need be only as many directors as there are shareholders.

Article VII Meeting of the Board of Directors

Any director absent from a meeting of the Board of Directors or of any committee thereof may be represented by any other director or shareholder, who may cast the absent director's vote according to his written instructions, general or special.

Unless there are fewer than two Board Members, members of the Board shall abstain from participating in and deciding matters which directly increase their individual ownership interests in the Corporation. All matters deciding the ownership of the Board members must be evidenced by a written document bearing the signatures of at least fifty one percent (51%) of the remaining Board members and must have the approval of at least 60% of total voting power of the corporation.

Article VIII The names and street addresses of the Directors

Flavio Sonis	Jorge Garcia
Director	Director
1000 W. McNab Road	1000 W. McNab Road
Fort Lauderdale, FL 33069	Fort Lauderdale, FL 33069

Mehrdad Foroozesh
Director, Chairman of the Board of Directors
1000 W. McNab Road
Fort Lauderdale, FL 33069

Article IX Shareholder Approval

Whenever the affirmative vote of shareholders is required to authorize or constitute corporate action, the consent in writing to such action signed only by shareholders holding that proportion of the total voting power on the question which is required by law or by these Articles of Incorporation, whichever requirement is higher, shall be sufficient for such action, without necessity for a meeting of shareholders.

Article X Future Amendments of these Articles

These Articles of Incorporation may be amended when such amendment is approved by at least seventy percent (70%) of the Board members.

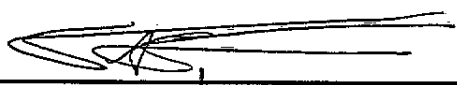
SECOND: The date of adoption of the above amendments to the Articles of Incorporation is **May 9, 2000.**

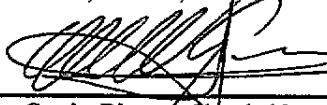
THIRD: Adoption of Amendments

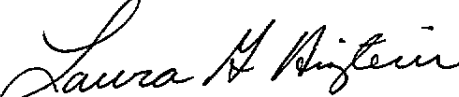
The amendments were approved by the Board of Directors and shareholders. The number of votes cast for the amendments was unanimous.

Signed this day of, May 9, 2000.


Mehrdad Foroozesh, Director Chairman


Flavio Sonis, Director, Shareholder


Jorge Garcia, Director, Shareholder



Laura Ainsztein New Register Agent
I accept the position of registered agent.

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00 SEP 13 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA