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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 205-0380

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
Fax Number : (305) 633-9696

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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BASIC AMENDMENT

KF WIRELESS, CORP.

Certificate of Status	0
Certified Copy	0
Page Count	03
Estimated Charge	\$35.00

AMENDED
FEB 10 2003
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(3)

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KF WIRELESS, CORP.**

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation,

FIRST: Amendment adopted: Exchange
Article VI
Article VII

Article VI LOCATION
1840 West 49th Street Suite 728
Hialeah, FL 33012

Article VII INITIAL BOARD OF DIRECTORS

NAME	ADDRESS
Francisco Scovino	1840 West 49 th Street Suite 728
President-Secretary	Hialeah, FL 33012
Kathiuska Novoa	1840 West 49 th Street Suite 728
Vice President-Treasurer	Hialeah, FL 33012

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TALLAHASSEE, FLORIDA

PREPARED BY:
ERNESTO HUERTAS, ACCOUNTANT
E & V GREAT PROFESSIONAL, INC
5545 S.W. 8 ST Ste 107
MIAMI, FL 33134
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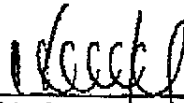
SECOND: The date of each amendment's adoption July 5, 2001

THIRD: Adoption of Amendment

- (X) The amendment was/were approved by the shareholders. The number of votes cast for the amendment was/were sufficient for approval.
- () The amendment 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:
"The number of votes cast for the amendment was/were sufficient for approval by .
- () The amendment was/ were adopted by the board of directors without shareholder action and shareholder action was not required.
- () The amendment was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 5 day of July, 2001.

Signature



Kathiuska Novoa
Vice President

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