P0100069906

Chris B. Spaulding, S/T/D CRONE TELECOM, INC 1472 N Homestead Blvd., Suite #2 Homestead, FL 33030

Re:

Amendment of Articles of Incorporation

Char Spanton

Crone Telecom, Inc.

400005173894--2 -03/28/02--00123--015 ******43.75 ******43.75

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

To Whom It May Concern,

Kindly file the attached Amendment to the Articles of Incorporation of Crone Telecom, Inc. Please provide a certified copy.

Thank you. If necessary I can be reached by phone at 305-632-5474.

Sincerely,

Chris B. Spaulding

S/T/D

SECRETARY OF STATE DIVISION OF CORPORATIONS

7002 MAR 28 PM 4: 11

amendment H3-02

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

2002 MAR 28 PM 4: 11

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

| CRONE TELECOM, INC. | |
|--|--|
| (present name) | |
| P01000069906 | |
| (Document Number of Cornoration (If known) | |

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 IV - CAPITAL STOCK shall be amended as follows:

This corporation is authorized to issue 1,000,000 shares of one dollar (\$1.00) par value preferred stock, which shall be designated "Preferred Stock". The Preferred Shares shall have full voting rights. This corporation may, from time to time, authorize and/or issue additional preferred shares rand/or issue common shares with full voting rights.

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:

ARTICLE XVI - AMENDMENT OF THE ARTICLES OF INCORPORATION PROVIDES THE AUTHORIZATION FOR THE AMENDMENT OF ARTICLE IV ABOVE.

| THIRD: | The date of each amendment's adoption: March 26, 2002 |
|--------------|---|
| FOURTE | : Adoption of Amendment(s) (CHECK ONE) |
| Æ | The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. |
| C | 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) |
| E | The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. |
| Ţ | The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. |
| Signature | Signed this 26th day of March , 2002 |
| O I Britai V | (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by |
| | the shareholders) Chris B. Spaulding, S/T/ |
| | OR |
| | (By a director if adopted by the directors) |
| | OR |
| | (By an incorporator if adopted by the incorporators) |
| | |
| | CHRIS B. SPAULDING (Typed or printed name) |
| | (1) ped of printed name) |
| | SECRETARY/TREASURER/DIRECTOR |
| | (Title) |