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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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: EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255 Phone

: (305)634-3694

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BASIC AMENDMENT

CELLULAR PARTS USA CORP.

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December 14, 2001

CELLULAR PARTS USA CORP. 3000 NW B2 AVE MIAMI, FL 33122

SUBJECT: CELLULAR PARTS USA CORP.

REF: P01000096103

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

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) 245-6906.

Darlene Connell Corporate Specialist

FAX Aud. #: H01000121308 Letter Number: 101A00065761

Division of Corporations - P.O. BOX 6827 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

CELLULAR PARTS USA CORP.

Pursuant to the provisions of section 607.1006 Florida Statutes, the directors and shareholders of : CELLULAR PARTS USA CORP, at a join meeting held on December 13, 2001 unanimously resolved to amend the articles of incorporation of CELLULAR PARTS USA CORP, which originally filed by the office of the Department of State on the second day of October, 2001. Bearing document number P01000096103 and consequently amended by filing articles of amendment, as set follows.

ARTICLE IV

The names and addresses of the subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

NAME.

ADDRESS:

SHARES

CASH VALUE

Maria Isabel Caetano

3000 NW 82 Ave

1500

\$1500,00

Miami, FL 33122

ARTICLE V

The name and address of the registered agent is:

NAME:

ADDRESS:

Maria Isabel Caetano

3000 NW 82 Ave

Miami, FL 33 122

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Registered Agent Signature.

Maria Isabel Caetano

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ARTICLE VII

The name (s) and address (s) of the member (s) of the Board of Director is/are:

NAME:

ADDRESS

Maria Isabel Caetano

3000 N.W 82 A.V

(President)

Miami, Fl 33122

In witness whereof, the undersigned have executed these articles of amendment on the 13 rd day of December, 2001.

Maria Isabel Cactano-President

Jose Costa - Former President

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