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BASIC AMENDMENT

USA CINGULAR WIRLESS, INC.

Certificate of Status	0
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5/5/2005

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ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

USA CINGULAR WIRLESS, INC.

USA CINGULAR WIRLESS, INC.
(Present name)

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(s) adopted: (indicate article number(s) being amended, added or

deleted)

ARTICLE I:

THE NAME OF THE CORPORATION SHOWS:

USA CINGULAR WIRLESS, INC.

THE NAME OF THE CORPORATION SHALL BE CORRECTED TO:

USA CINGULAR WIRELESS, INC.

THIS ARTICLE OF AMENDMENT WAS ADOPTED ON THE 5TH DAY OF MAY 2005. THE CORPORATIONS HAS ONLY ONE GROUP OF VOTING STOCK. THIS AMENDMENT WAS APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR AMENDMENT WAS SUFFICIENT FOR APPROVAL.

ARTICLE VI:

(ADD)

LORENZO LORENZO 7237 SW 158 AVENUE MIAMI, FL 33193

VICE-PRES

NESTOR L GUILLEN shall remain as PRESIDENT of mentioned corporation

SECOND:

If an amendment provides for an exchange, reclassification or cancellation or

cancellation

lasted shares, provisions for implementing the amendment if not contained in the

amendment itself, are as follows:

NESTOR L GUILLEN shall hold 50% of the shares of mentioned corporation

LORENZO LORENZO shall hold 50% of the shares of mentioned corporation

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THIRD:	The date of each amendment's adoption: 03/22/05	
FOUTH:	Adoption of Amendment(s) (check one):	
	The amendment(s) was/were adopted by the incorporates without shareholder action and shareholder action was not required.	
	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.	
	X The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.	
	The amendment(s) was/were approved by the shareholders through voting groups.	
	(The following statement must be separately provided for each group entitled to vote separately, on the amendment(s).)	
	The number of votes cost for the amendment(s) was/were sufficient for approval by	
	Signed this 5 th day of May 2005.	
(By the Ch	Signature Signature Signature of the Board of Oirectors, President or other officer if adopted by the shareholder's)	
	OR	
	(By a director if adopted by the directors)	

PRESIDENT Title

OR
(By an incorporated if adopted by the incorporates)

NESTOR I. GUILLEN
Typed or printed name