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Amend

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EXPRESS CORPORATE FILING SERVICE INC. Requestor's Name

1000 PONCE DE LEON BLVD. SUITE:101 Address

CORAL GABLES, FL 33134 City/State/Zip

(305) 444-4994

Phone #

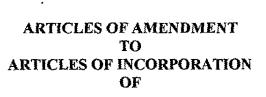
OFFICE USE ONLY

| CORPORATION NAME(S |) & DOCUMENT NUMBER(S) (if known): |
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| . WIRELESS AL | TERNATIVE, CORP. |
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| NEW FILINGS | AMENDMENTS ** |
| Profit | Amendment |
| NonProfit | Resignation of R.A., Officer/ Director |
| Limited Liability | Change of Registered Agent |
| Domestication | Dissolution/Withdrawal |
| Other | Merger |

| OTHER FILNGS |
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| Annual Report |
| Fictitious Name |
| Name Reservation |

| · | REGISTRATION/ QUALIFICATION |
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| | Foreign |
| | Limited Partnership |
| | Reinstatement |
| | Trademark |
| | Other |

Examiner's Initials





WIRELESS ALTERNATIVE, 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(s) adopted: (indicate article number(s) being amended, or deleted).

Article VIII:

DIRECTORS: The names and addresses of the new Boards of Directors to these articles of incorporation are as follows:

PEDRO SOSA 8045 NW 36th Street Suite 540 Miami FL 33166, President, Treasurer EDGAR V. RODRIGUEZ 8045 NW 36th Street Suite 540 Miami FL 33166, Vice-President, Secretary

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:

| THIRD: The date of each amendment's adoption: 01/06/2003 |
|---|
| FOURTH: Adoption of Amendment(s) (check one) |
| 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 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) |
| The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. |
| The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required. |

| Signed this 6 day of January of 2003. Signature | - | | |
|---|---|-----|-----|
| (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the sharcholders) | | | |
| OR | | | |
| (By a Director if adopted by the Directors) | | | |
| OR | | | |
| (By an incorporator if adopted by the incorporators) | | | |
| Pedro Sosa | | | |
| Typed or printed name | - | · . | |
| | | | |
| <u>President</u> | | | _ |
| Title | | · | 1 m |