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Account Name : EMPIRE CORPORATE KIT COMPANY

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Fax Number : (305)633-9696

BASIC AMENDMENT

CELLULAR LAND & ACCESSORIES, CORP.

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



FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

May 20, 2003

CELLULAR LAND & ACCESSORIES, CORP. 2200 SW 16 ST STE 206 MIAMI, FL 33145

SUBJECT: CELLULAR LAND & ACCESSORIES, CORP.

REF: P03000006139

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Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF Cellular Land & Accessories Corp. (present name)

44 SHARE MES

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

FIRST: Amendment (s) adopted: (indicate article number(s) being amended, added or deleted)_____

ARTICLE VII:

The board of Directors of the Corporation will be amended to:

Evelyn M. Bobadilla 2200 SW 16th Street Suite 206 MIAMI, FL 33145 President

Oswaldo F. Bobadilla 2200 SW 16th Street Suite 206 MIAMI FL. 33145 Vice-President

ARTICLE VIII, Shares will be amended to:

The shareholders show remain the same as follow:

SHAREHOLDERS

% OF SHARES

Oswaldo F. Bobadilla 2200 SW 16th Street Suite 206 Miami, FL 33145 100%

Prepared by: Giovanni Castellanos/Vares Inc. 1688 Coral Way Miami Fl. 33145 305-285-8868

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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: 02/15/03 FOURTH: Adoption of Amendment(s) (check one) 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 adopted 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 incorporates without shareholder action and shareholder action was not required. Signed this 20th day of May of 2003 Signature (By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) (By a director if adopted by the directors) (By an interporator if supplied by the incorporators)

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