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BASIC AMENDMENT

DIVISION OF CORPORATIONS

U.S.TELCO CORP.

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SECNETARY OF STATE
TALLAHASSEE, FLORE

Articles of Amendments

Of

U.S. Telco Corp.

(Document Number: P03000035\$58)

Article I - Officer/Director Change

The new officers of the corporation shall be:

President/Director Frank Varon 17275 Collins Avenue, #1011 Sunny Isles, FL 33160

Vice-President/Director Eleanor Kaupp 1900 West Commercial Blvd., Suite 25 Fort Lauderdale, FL 33309

Article I - Address Change

The new address of the corporation shall be:

Mailing Address: 1900 West Commercial Blvd., Suite 25 Fort Lauderdale, FL 33309

Physical Location: 1900 West Commercial Blvd., Suite 25 Fort Lauderdale, FL 33309

Prepared By:
David Torchin, C.P.A., P.A.
8211 West Broward Blvd., Suite 200
Plantation, FL 33324-2726
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Article III - Effective Date

The date of these Articles of Amendments shall be effective September (1, 2003.

Article IV - Adoption Date

The date of these Articles of Amendments were a dopted September 11, 2003.

Article IV - Corporate Meeting

These Articles of Amendments were adopted by a meeting of the board of directors, a quorum being present.

The meeting's chairman was Frank Varon.

These articles of amendments were approved by 100% vote of all outstanding stockholders.

Dated this fith of September, 2003

Signed:

deanor Kaupp Vice President Directo

Prepared By: David Torchin, C.P.A., P.A. 8211 West Broward Blvd., Suite 200 Plantation, FL 33324-2726 Phone: (954) 472-3124

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