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(Requestor's Name)			
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PICK-UP WAIT MAIL			
(Business Entity Name)			
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Certified Copies Certificates of Status			
Special Instructions to Filing Officer:			

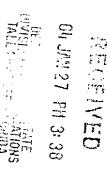
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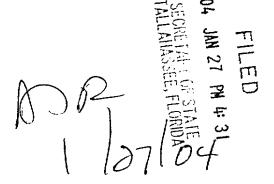


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SPIEGEL & UTRERA, P.A.			
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MIAMI, FL 33145 (305) 854-6000 OFFICE USE ONLY			
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CORPORATION NAMI	E(s) & DOCUMENT NUMB	ER(S) (if known):	
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OTHER FILINGS REGISTRATION/ QUALIFICATION			
Annual Report	Foreign		
Fictitious Name	Limited Partnership		
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Reinstatement

Examiner's Initials

Trademark

Name Reservation

ARTICLES OF AMENDMENT FILED 04 JAN 27 PM 4: 31

TO

SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

PRODUCTIVITY WIRELESS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:

Dennis W. Fairchild

Vice-President:

Christopher T. Steed

Secretary:

Christopher T. Steed

Treasurer:

Dennis W. Faircahild

SECOND:

Article 5 shall be amended to state:

President:

Dennis W. Fairchild

Secretary:

Dennis W. Fairchild

Treasurer:

Dennis W. Fairchild

whose addresses shall be the same as the principal address of the Corporation.



THIRD: Article 6 of the Articles of Incorporation states Directors as:

Dennis W. Fairchild Christopher T. Steed

FOURTH: The Directors of the Corporation shall be changed to:

Dennis W. Fairchild

whose addresses shall be the same as the principal address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 12 January 2004.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was

required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 12 January 2004

Dennis W. Fairchild, Chairman of the Board of

Directors