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09/08/05--01001--008 **61.25

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SECRETARY OF STATE
TALLAHASSEE, FL 32309

Amend.
C. Goulette SEP 09 2005



CARLOS PEREZ, ACCOUNTING LICENSES, NEW CORPORATION

NOTARY PUBLIC, CERTIFICATE OF BOARD - LIC - 5092#

Member of the National Notary Association.

131 SW 22nd AVENUE, MIAMI, FL 33135
PHONE (305)541-8722 FAX (305)541-6940
email : carlosperezserv@hotmail.com

Miami, September 1, 2005

**TO : FLORIDA DEPT. OF STATE
DIVISION OF CORPORATION**

**SUBJECT: AMENDMENT CORPORATIONS
RE: MIAMI TEL PREPAID,CORP.**

Dear,

Enclosed please find above reference and ck- 609 for \$61.25 Dollars. Please will be send by fax (305)541-6940).

If you have any questions concerning about this a filling document, please call our office.

Sincerely,

A handwritten signature in black ink, appearing to be 'C. Perez', written over a horizontal line.

CARLOS PEREZ

ARTICLES OF AMENDMENT
TO
ARTICLES OF CORPORATION
OF
MIAMI TEL PREPAID, CORP.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST : Amendment adopted : ARTICLE V II

The name and address of the officer and director to these Articles of corporation is :

Delete: HANS RODGERS /P/D
3229 NW 10th Court
MIAMI, FL 33127

ADD : ELVIN R. RODGERS (P/D)
6045 NW 186th STREET APT - 313
MIAMI, FL 33015

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TALLAHASSEE, FLORIDA


SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued share, provisions for implementing the amendment if not contained in the amendment itself, are as following:

The date of each amendment's adoption 1 September, 2005.

THIRD : Adoption of Amendment:

- _____ The amendment(s) was / were approved by the shareholders. The number of votes cast for he 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 for each voting groups entitled to vote separately on the amendment(s).
- _____ The number of votes cast for the amendment(s) was / were sufficient for approval by _____.
- X 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 incorporator without shareholder action and shareholder action not required.

Signed this 1 day of September, 2005 by director(s)


ELVIN R. RODGERS
President