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MIAMI TEL PREPAID, CORP.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF CORPORATION
OF

FILED
07 MAY -2 AM 10:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MIAMI TEL PREPAID, CORP.
(P04000159138)

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 II**

The principal place of business address:

DELETE: 6175 NW 186TH STREET - APT. 210
MIAMI, FL 33015

ADD: 5518 NW 180TH LANE
MIAMI, FL 33055

The mailing address of the corporation is:

DELETE: 6175NW 186TH STREET - APT. 210
MIAMI, FL 33015

ADD: 5518 NW 186TH LANE
MIAMI, FL 33125

SECOND: Amendment adopted: **ARTICLE V II**

The initial officer(s) and/or director(s) of the corporation is/are:

ADD: Title: VP/D
ELVIN R. RODGERS

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 day of May, 2007.

THIRTH: 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 sharcholder 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 May, 2007 by director(s)

Title: P/D


HANS RODGERS