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CELLKEY TECHNOLOGIES, INC.

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NO. 587 P. 3

Fax Audit # H06000037135 3

CellKey, Inc.
508 South Military Trail
Deerfield Beach, FL 33442

February 14, 2006

Via Fax: (850) 205-0380

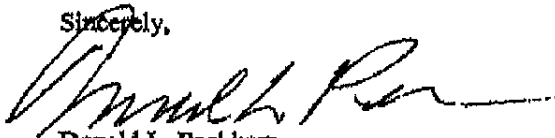
Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: CellKey, Inc.
Document # P04000100868

To Whom It May Concern:

I am the President, Sole Shareholder and Sole Director of CellKey, Inc, a Florida corporation that was administratively dissolved by the Division of Corporations on September 16, 2005. Please be advised that I have no intention of reinstating CellKey, Inc., and hereby release the name for use to another entity.

Sincerely,



Donald L. Packham
President
CellKey, Inc.

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NO. 587 P. 2

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CELLKEY TECHNOLOGIES, INC.**

Pursuant to the provisions of Sections 607.1003 and 607.1006, Florida Statutes, **CELLKEY TECHNOLOGIES, INC.**, a Florida corporation (the "Corporation"), hereby adopts the following amendments to its Articles of Incorporation:

1. Article I of the Corporation's Articles of Incorporation is hereby amended in its entirety and replaced with the following:

ARTICLE I

The name of the corporation is **CELLKEY, INC.** (the "Corporation").

2. Article III of the Corporation's Articles of Incorporation is hereby amended in its entirety and replaced with the following:

ARTICLE III

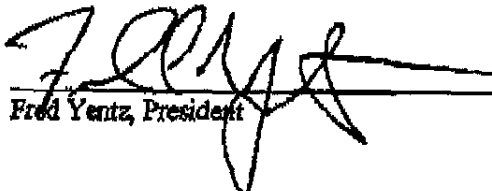
The Corporation is authorized to issue 55,000,000 shares of common stock.

3. The foregoing amendments were adopted by Written Consent of the Directors Without a Meeting dated February 17th, 2006. Shareholder action was not required. The number of Directors voting in favor of the foregoing amendments was sufficient for approval.

The undersigned has executed these Articles of Amendment to the Articles of Incorporation on this 17th day of February, 2006.

CELLKEY TECHNOLOGIES, INC.

By:


Fred Yentz, President

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