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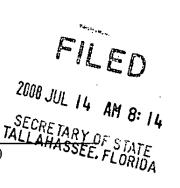
COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Tough Talk	(Incorporated	
DOCUMENT NUMBER: P0800015248		
The enclosed Articles of Amendment and fee an	re submitted for filing.	
Please return all correspondence concerning thi	s matter to the following:	
John Ingram		
(Name o	of Contact Person)	
Tough Talk Incorporated		
(Fir	m/ Company)	
14120 Harpers Ferry Stree	et ·	
	(Address)	
Davie, Florida 33325	·	
(City/ So	tate and Zip Code)	
For further information concerning this matter,	please call:	
John Ingram	at (<u>954</u>) 873 91	
(Name of Contact Person)	(Area Code & Daytime	Telephone Number)
Enclosed is a check for the following amount:		,
\$35 Filing Fee & Certificate of Status	S43.75 Filing Fee & Certified Copy (Additional copy is enclosed)	□ \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)
Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314	Street Address Amendment Section Division of Corporations Clifton Building 2661 Executive Center C	ircle

Tallahassee, FL 32301

Articles of Amendment to Articles of Incorporation of



Tough Talk,Incorporated

(Name of corporation as currently filed with the Florida Dept. of State)

P0800015248
(Document number of corporation (if known)
Pursuant to the provisions of section 607.1006, Florida Statutes, this <i>Florida Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:
NEW CORPORATE NAME (if changing):
All Talk Wireless Inc.
(Must contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.") (A professional corporation must contain the word "chartered", "professional association," or the abbreviation "P.A.")
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
10 10 10 10 10 10 10 10 10 10 10 10 10 1
······································
(Attach additional pages if necessary)
If an amendment provides for exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself: (if not applicable, indicate N/A

(continued)

The date of each amendment(s) adoption: July 18, 2008
Effective date if <u>applicable</u> : (no more than 90 days after amendment file date)
(no more than 90 days after amendment file date)
Adoption of Amendment(s) (CHECK ONE)
The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) by the shareholders was/were sufficient for approval.
The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval by
(voting group)
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 incorporators without shareholder action and shareholder action was not required.
Signature (By a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)
John Ingram
(Typed or printed name of person signing)
President
(Title of person signing)

FILING FEE: \$35