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GULF COAST CELLULAR INC.

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 DEPARTMENT OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GULF COAST CELLULAR INC.**

ALLAHAMSSSE, FLORIDA

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

FIRST: The Officers shall be amended to state:

| | |
|-----------------|--------------|
| President: | Kelly Hays |
| Vice-President: | Paul Bover |
| Secretary: | Sandra Bover |
| Treasurer: | Sandra Bover |

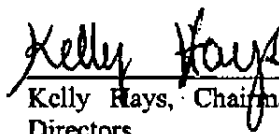
whose mailing addresses shall be the same as the mailing address of the Corporation.

SECOND: The date of the adoption of this amendment is the 23 August 2012.

THIRD: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

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

Signed this 23 August 2012


Kelly Hays, Chairman of the Board of
Directors



SPIEGEL & UTRERA, P.A.
LAWYERS

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