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DIVISION OF CORPORATIONS TO:

FAX #: (850)922-4000

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: JOHNSHY C ROBRIQUEZ
LINES

ACCT#: 073171003004

FAX #: (305) 672-9110

PHONE: (305)672-0686

NAME: BEEPER WAREHOUSE, INC.

AUDIT NUMBER...... H97000010739

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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is: Beeper Warehouse, Inc. (the "Corporation").

Article II. Amendment

The Articles of Incorporation of the Corporation are amended as follows: The individuals serving as Treasurer and Secretary of the Corporation, as set forth in Article V of the Articles of Incorporation, are removed and replaced by:

Janet Cordero - Secretary/Treasurer

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on Júne 30, 1997.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Beeper Watchouse Ing.

Printed Name: Ans Obregon

Printed Title: President/Director

Corporate Creations International Inc. 401 Ocean Drive #312 (Door Gode 125) Mismi Beach FL 33139-6629 (305) 672-0888

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