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BOCA RATON, FLORIDA 33432

FLORIDA & NEW YORK BARS

561 - 394 - 2321

May 2, 2001

Department of State  
Divisions of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: American Cellular, Inc.  
Document No. P97000072443

200004212812--2--  
-05/11/01--01120--030  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Dear Sir or Madam:

Enclosed please find an original and one (1) copy of the Articles of Amendment of Articles of Incorporation of American Cellular, Inc., together with a check payable to the Secretary of State in the amount of \$35.00.

In the event of any questions or comments, please do not hesitate to call. Thank you for your cooperation in this matter.

Sincerely,



Brian W. Broad

BWB/sm  
00-786/state amend articles  
Enclosure

FILED  
01 MAY 11 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T BROWN MAY 21 2001

Amend

ARTICLES OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
AMERICAN CELLULAR, INC.

FILED  
01 MAY 11 PM 3:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to Section 607.1001, Florida Statutes, the Articles of Incorporation of the above named Florida profit corporation are amended as follows:

1. Article III is amended to read as follows:

ARTICLE III - AUTHORIZED SHARES

The corporation shall be authorized to create and issue 20,000,000 shares of Common Stock at \$0.01 par value.

2. The effective date of this amendment shall be May 1, 2001.

2. Pursuant to section 607.1003, Florida Statutes, the foregoing amendment was unanimously approved by the Shareholders and the Board of Directors of the Corporation and adopted the 1<sup>st</sup> day May, 2001.

IN WITNESS WHEREOF, the undersigned corporate officer has executed these Articles of Amendment of Articles of Incorporation on the date of signing.

Date: 5/03/01

*S. M. Krause*  
Stephen M. Krause, President

WITNESS

[Signature]  
ST

American Cellular, Inc., a Florida corporation

[Signature] as Pres.  
By: Stephen M. Krause, its President

[Signature]  
By: Stephen M. Krause, Individually

On this 3 day of May, 2001, before me personally appeared Stephen M. Krause, individually and as President of American Cellular, Inc., who is personally known to me or who produced \_\_\_\_\_ and took an oath before me and executed this instrument in my presence.

[Signature]  
Notary Public  
State of Florida

(Notary Seal)

