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Corporation(s) Name

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

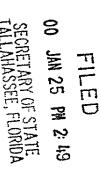
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U.S. Digitel, Inc.				
	 (pres	sent name)	 	

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

FIRST: The name of the corporation is:

Old U.S. Digitel, Inc.



SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

No change

THIRD: The date of each amendment's adoption: January 21, 2000

FOURTH: Adoption of Amendment(s) (CHECK ONE)

	9	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) 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 vot separately on the amendment(s):
		"The number of votes cast for the amendment(s) was/were sufficient for approval by
		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.
Signa		(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders) OR (By a director if adopted by the directors)
		OR (By an incorporator if adopted by the incorporators)
		David Griffee Typed or printed name Pres. Title
		LINE