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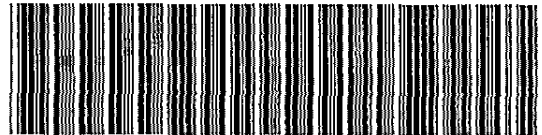
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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. UNIVERSAL PHONE CARD, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☒ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
UNIVERSAL PHONE CARD, CORP.**

Pursuant to section 607-1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: The name of the corporation is **UNIVERSAL PHONE CARD, CORP.**

SECOND: The following amendment to the articles of incorporation was adopted by the Corporation:

The name, title and post office address of each member of initial Board of Directors has been changed as follows:

JOHN DUQUE
PRESIDENT

1387 NW 165 AVE
PEMBROKE PINES, FL 33028

FRANKLIN DE LOS SANTOS
SECRETARY


155651 SW 112 WAY
MIAMI, FL 33193

IRFAN DAR
TREASURER

1898 NW 141 AVE
PEMBROKE PINES, FL 33028

THIRD: The register address of the corporation is 3414 WEST 84 STREET, SUITE 102, MIAMI, FLORIDA 33018.

Fourth: The amendment was adopted by all shareholders of the corporation on the August 16, 2006.


JOHN DUQUE
Chairperson