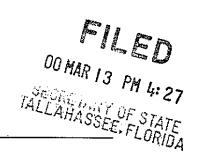
P99000046339

3/9/00

Please make the attached Amendment Changes and provide one certified copy. Mank-104 HUVILLE AVONSON 1920 E. Hallandale Beach Blvd. Suite # 642 Hallandale Beach, FL 33009 (954) 455-9184 (954) 455-9/84 NC Amond 3-72-00 \$4375 Checkendosel.

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



VISUALFONE.NET INC. (P99000046339)

Pursuant to the provisions of 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)

Article I- The name of the corporation shall be changed to: Hello Israel, Inc..

Article VI- The principal place of business and mailing address of this corporation shall be changed to; 1920 E. Hallandale Beach Blvd. Suite 642, Hallandale Beach, Fl. 33009

Article VII- The corporation shall increase the number of directors to a minimum of one (1) director and a maximum of seven (7) directors.

The following Director shall be added to the Board of Directors:

Name
Address
Avrille Aronson
1920 E. Hallandale Beach Blvd. Suite 604
Hallandale Beach, Fl. 33009

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:

NONE

THIRD: The date of each amendment's adoption: Wash 7 2000
FOURTH: Adoption of Amendment(s) (CHECK ONE)
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 vote separately on the amendment(s):
"The number of votes cast for the amendment(s) was/were sufficient for approval byvoting group
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.
Signed this
Signature: (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)
Typed or printed name
Director (Sole) Title