99000049594

CELLIAR PHONES. CONTINC.

5822 S. SEMORAN BLUD. OPLANDO PC 32822

407-482-2444 JESSE DELTA

> 100002911111--8 *****35.00 *****35.00

amend NF 6-21-99 *308,524,109,706,767



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

June 11, 1999

CELLULARPHONES.COM INC. 5822 S. Semoran Blvd. Orlando, FL 32822

SUBJECT: CELLULARPHONES.COM INC.

Ref. Number: P99000049594

We have received your document for CELLULARPHONES.COM INC. and check(s) totaling \$35.00. However, your check(s) and document are being returned for the following:

Please fill in the date adoption.

Please sign and return your check along with this document in order to complete your filing.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

If you have any questions concerning this matter, please either respond in writing or call (850) 487-6910.

Letter Number: 899A00031773

Louise Flemming-Jackson Corporate Specialist Supervisor

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

FILED 99 JUN 21 PM 12: 27

SECRETARY OF STATE

CELLULAR	Phones. com	Fre.	TALLAHASSEE, FLORIDA
•			
 	(present 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)

AMEND Apticle Six:

The number of DIRECTORS 75 (2)

COLIN DELIA ADO: 5200 S. SEMORAN BLUD. O.RLotroo PC 32822

> IF NEEDED - THERE ARE TWO PRESIDENTS: JESSE DELTA

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:

THIRD: The date of each amendment's adoption: 10-17-99

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

•					
. 81	↓ •				
	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 by				
,	voting 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.				
S	igned this 3 ^{AD} day of JUDE , 19 99 .	-			
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)					
	JESSE DECIA Typed or printed name				
	v) har or hymner mune				
	DRESIDENT				
	Title	.75 .			