

P99000051130  
POWELL, CARNEY, HAYES & SILVERSTEIN, P.A.

MARY JO CARNEY  
ALAN M. GROSS  
GEORGE L. HAYES, III  
KAREN E. MALLER  
JAMES N. POWELL  
DON DOUGLAS RAMSAY  
MURRAY B. SILVERSTEIN\*

ATTORNEYS AND COUNSELORS AT LAW  
BANK OF AMERICA TOWER  
ONE PROGRESS PLAZA  
SUITE 1210  
ST. PETERSBURG, FLORIDA 33701  
  
MAILING ADDRESS:  
P.O. BOX 1689  
ST. PETERSBURG, FLORIDA 33731-1689

TELEPHONE  
727-898-9011

FACSIMILE  
727-898-9014

\*BOARD CERTIFIED CIVIL TRIAL AND  
BUSINESS LITIGATION LAWYER

June 22, 2000

Secretary of State  
Division of Corporations  
Amendment Filing Division  
P.O. Box 6327  
Tallahassee, FL 32314

600003305296--4  
-06/26/00--01152--007  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

Re: **Global Wireless Telecom, Inc. --  
Articles of Amendment**

To Whom It May Concern:

Enclosed for filing please find Articles of Amendment changing the name of the above corporation to Roger Schaffer Long Distance Companies USA, Inc. After filing, please furnish us a certified copy of the Amendment (self-addressed, stamped envelope enclosed). Also enclosed is our check no. 8454 in the amount of \$43.75, representing \$35 filing fee, plus \$8.75 certified copy charge.

We thank you for your assistance with this filing; and in the event you have any questions regarding same, please do not hesitate to telephone me.

Sincerely,

POWELL, CARNEY, HAYES & SILVERSTEIN, P.A.

  
Alan M. Gross

AMG:gel  
Enclosures

cc: Mr. Roger Schaffer

  
N/C  
V. SHEPARD  
AUG 3 2000

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG -1 AM 9:33



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 12, 2000

ALAN M. GROSS  
P.O. BOX 1689  
ST. PETERSBURG, FL 33731-1689

SUBJECT: GLOBAL WIRELESS TELECOM, INC.  
Ref. Number: P99000051130

We have received your document for GLOBAL WIRELESS TELECOM, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If shareholder approval was not required, a statement to that effect must be contained in the document.

The amendment must be signed by an incorporator if adopted by the incorporators or by a director if adopted by the directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6909.

Velma Shepard  
Corporate Specialist

Letter Number: 600A00038311

*Rec'd 8/1*

ARTICLES OF AMENDMENT  
OF

GLOBAL WIRELESS TELECOM, INC.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
00 AUG -1 AM 9:33

The Articles of Incorporation of **GLOBAL WIRELESS TELECOM, INC.**, a Florida corporation, are hereby amended as follows:

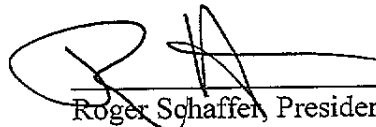
1. Article I shall be amended to read as follows:

"The name of the Corporation shall be **"ROGER SCHAFFER  
LONG DISTANCE COMPANIES USA, INC."**

2. The foregoing amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

3. The foregoing amendment was adopted by the sole director of the Corporation by signing a written statement manifesting his intention that an amendment to the Articles of Incorporation be adopted pursuant to Florida Statute §607.1006 (1997).

IN WITNESS WHEREOF, the undersigned, as President and Secretary of the Corporation, has executed these Articles of Amendment this 26 day of July, 2000.

  
\_\_\_\_\_  
Roger Schaffer, President/Secretary

STATE OF FLORIDA                     ]  
COUNTY OF PINELLAS             ]

THE FOREGOING INSTRUMENT was acknowledged before me this 26 day of July, 2000, by Roger Schaffer, as President and Secretary of the Corporation, on behalf of the Corporation.

My Commission Expires:

  
\_\_\_\_\_  
Notary Public

(SEAL)

JOHN J. THOMAS  
COMMISSION # CC 664500  
EXPIRES JUL 16, 2001  
BONDED THRU  
ATLANTIC BONDING CO., INC.  
NOTARY PUBLIC  
STATE OF FLORIDA