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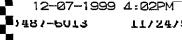
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BASIC AMENDMENT

NATIONAL SATELLITE CORP.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

November 24, 1999

NATIONAL SATELLITE CORP. 4401 W HILLSBORO BLVD COCONUT CREEK, FL 33073

SUBJECT: NATIONAL SATELLITE CORP.

REF: P99000063234

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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) 487-6880.

Karen Gibson Corporate Specialist FAX Aud. #: H99000029975 Letter Number: 699A00056250

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ARTICLES OF AMENDMENT

to

Articles of Incorporation of

National Satellite Corp.

(Name of Corporation)



Pursuant to the provisions of section 607.1006, Florida Statutes, this 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 VI: Initial Board of Directors

SECOND

Name of Officers/Directors			Additions/Changes to Officers and Director No Change Addition Deleted			
Title	Vice President			×		
Name Address City/St/Zip	Alex Piccirilli 4401 W. Hillsboro Blvd. Coconut Creek, FL 33073					
Tĭtle	President	⊠				
Name Address City/St/Zip	John Silvester 4401 W. Hillsboro Blvd. Coconut Creek, FL 33073					

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SECOND (Continued)

Title Secretary/Treasurer Maddle Deleted Care Care Maddle City/St/Zip Coconut Creek, FL 33073 Coconut Cr	Name of Officers/Directors			Additions/Changes in Officers and Directors			
Name Jeff Norton Address 4401 W. Hillsboro Blvd. City/St/Zip Coconut Creek, FL 33073 Title Vice President			I m	**	e Addition	•	
Address City/St/Zip 4401 W. Hillsboro Blvd. Coconut Creek, FL 33073 Title Vice President			į	×	Ц		
City/St/Zip Coconut Creek, FL 33073 Title Vice President □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □		-9e					
Title Vice President			1				
Name Address 4401 W. Hillsboro Blvd. City/St/Zip Coconut Creek, FL 33073 THIRD The date of each amendment's adoption is: 11/16/99 (date) FOURTH ADOPTION OF AMENDMENT(s) (check one) The amendment(s) was/were adopted by the Incorporators or Board of Directors with shareholder action and shareholder action was not required. The amendment(s) was/were approved by the shareholders. The number of votes cast for amendment(s) was/were sufficient for approval.		7					
Address City/St/Zip Coconut Creek, FL 33073 THIRD	Title		Vice President		Ø		
THIRD The date of each amendment's adoption is:			Mehrshad Mehdipour				
THIRD The date of each amendment's adoption is:			4401 W. Hillsboro Blyd.				
The date of each amendment's adoption is: 11/16/99 (date)	City/Si	t/Zip	Coconut Creek, FL 33073				
The date of each amendment's adoption is: 11/16/99 (date)						•	
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	_	Thean	nendment(s) was/were approved by the shar	eholders. The nu	umber of v	votes cast for the	
		amend	ment(s) was/were sufficient for approval				
The amendment(s) was/were approved by the shareholders through voting groups.			, , and a separate approval.				
The amendment(s) was/were approved by the shareholders through voting groups.							
,		The an	nendment(s) was/were approved by the sha	areholders throug	gh voting	groups.	
Title Callender of Callender			VIII. C. Wanda		_		
[The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s).]							

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The number of votes cast for the amendment(s) was/were sufficient for approval by

Board of Directors.

(voting group)

Signed this 16th day of November, 1999.

Signatures

(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders a
Director or Incorporator if adopted by the directors or incorporators)

John Silvester (Type or print name)

President/Director (Title)

H99000029975 2

National Satellite Corp. SPECIAL MEETING OF THE BOARD OF DIRECTORS

A special meeting of the Board of Directors of National Satellite Corp. was held on November 15, 1999. Present at this meeting was John Silvester, Jeff Norton and Alex Piccirilli, Officers, Directors and Incorporators of the Corporation. At this meeting it was unanimously agreed that Alex Piccirilli would surrender all of his ownership and interest in National Satellite Corp. in consideration for being held harmless from any and all liabilities, past, present and future.

John Silvester, President

Date