

NOB
A0581322

FILED
in the office of the Secretary of State
of the State of California

MAY 16 2002

Bill Jones
BILL JONES, Secretary of State

2345729
**AMENDED STATEMENT BY
FOREIGN CORPORATION**

AIRESPRING, INC.

(Name of Corporation)

_____, a corporation organized
and existing under the laws of DELAWARE, and which is presently
(State or Place of Incorporation)
qualified for the transaction of intrastate business in the State of California, makes the
following statement:

That the name of the corporation has been changed to that hereinabove set forth and
that the name relinquished at the time of such change was _____
AIRESPRING WIRELESS, INC.

AIRESPRING, INC.

(Name of Corporation)

Avi Lonstein

(Signature of Corporate Officer)

Avi Lonstein, President

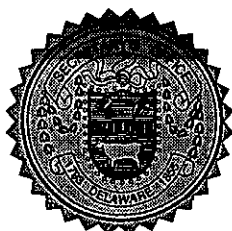
(Typed Name and Title of Officer Signing)

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "AIRESRING WIRELESS, INC.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "AIRESRING, INC.", THE FIFTH DAY OF APRIL, A.D. 2002, AT 3 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

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AUTHENTICATION: 1774290

020304413

DATE: 05-13-02