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FILED
05 DEC - 1 AM 10:00
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Amendment Section
Division of Corporations

SUBJECT: o2Wireless, Inc. DBA Baran Telecom
(Name of corporation)

DOCUMENT NUMBER: _____

The enclosed Amendment and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ron Raviv
(Name of person)

Baran Telecom, Inc.
(Name of firm/company)

2355 Industrial Park Blvd.
(Address)

Cumming, Georgia 30041
(City/state and zip code)

For further information concerning this matter, please call:

Tal Ikar at (678) 455.1154
(Name of person) (Area code & daytime telephone number)

Enclosed is a check for the following amount:

- \$35.00 Filing Fee
- \$43.75 Filing Fee & Certificate of Status
- \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)
- \$52.50 Filing Fee, Certificate of Status & Certified Copy (Additional copy is enclosed)

Mailing Address:
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:
Amendment Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399



RECEIVED

05 DEC -1 AM 8:00

FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

November 17, 2005

RON RAVIV
BARAN TELECOM, INC.
2355 INDUSTRIAL PARK BLVD.
CUMMING, GA 30041

SUBJECT: O2WIRELESS, INC.
Ref. Number: F93000004485

We have received your document for O2WIRELESS, 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):

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.

A certificate or a document of similar import evidencing the amendment must be submitted with the application. The certificate should be authenticated as of a date not more than 90 days prior to delivery of the application to the Department of State by the Secretary of State or other official having custody of corporate records in the jurisdiction under the laws of which it is incorporated. A translation of the certificate, under oath or affirmation of the translator, must be attached to a certificate which is not in English.

Please list the document number as F93000004485 on the document.

Please delete the (DBA) name from the document.

Our records show the date authorized to do business in Florida as 09-30-1993 please correct your document to reflect our records.

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) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 905A00068122

PROFIT CORPORATION
APPLICATION BY FOREIGN PROFIT CORPORATION TO FILE AMENDMENT TO
APPLICATION FOR AUTHORIZATION TO TRANSACT BUSINESS IN FLORIDA

(Pursuant to s. 607.1504, F.S.)

FILED
05 DEC -1 AM 10:00
TALLAHASSEE, FLORIDA

SECTION I
(1-3 MUST BE COMPLETED)

F93000004485

(Document number of corporation (if known))

1. o2Wireless, Inc.

(Name of corporation as it appears on the records of the Department of State)

2. Georgia

(Incorporated under laws of)

3. 9-30-93

(Date authorized to do business in Florida)

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 10.26.05

5. Baran Telecom, Inc.

(Name of corporation after the amendment, adding suffix "corporation," "company," or "incorporated," or appropriate abbreviation, if not contained in new name of the corporation)

(If new name is unavailable in Florida, enter alternate corporate name adopted for the purpose of transacting business in Florida)

6. If the amendment changes the period of duration, indicate new period of duration.

(New duration)

7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction.

(New jurisdiction)

[Signature]
(Signature of a director, president or other officer - if in the hands of a receiver or other court appointed fiduciary, by that fiduciary)

Ron Raviv

(Typed or printed name of person signing)

8/11/05
(Date)

Secretary

(Title of person signing)

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
02WIRELESS, INC.**

Pursuant to Section 14-2-1006 of the Georgia Business Corporation Code (the "GBCC"), **02Wireless, Inc.**, a corporation organized and existing under and by virtue of the GBCC (the Corporation"),

DOES HEREBY CERTIFY THAT:

FIRST: The name of the Corporation is 02Wireless, Inc.

SECOND: The Corporation's Articles of Incorporation were filed with the Secretary of State of the State of Georgia on August 6, 1991.

THIRD: The Corporation's Articles of Incorporation are hereby amended by deleting Article I in its entirety and replacing it with the following:

"I

CORPORATE NAME

The name of the corporation is Baran Telecom, Inc."

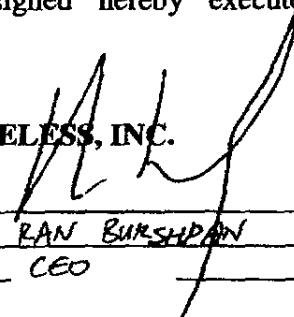
FOURTH: The Articles of Amendment to the Articles of Incorporation were approved by the Corporation's Board of Directors on October 24, 2005, and shareholder action was not required.

FIFTH: The request for publication of a notice of intent to file articles of amendment to change the name of the Company will be made as required by Section 14-2-1006.

SIXTH: The Articles of Amendment will become effective upon filing with the Secretary of State of the State of Georgia.

IN WITNESS WHEREOF, the undersigned hereby executes the Articles of Amendment this 24th day of October, 2005.

02WIRELESS, INC.

By: 
Name: RAN BURSHPAN
Title: CEO