



**INTERNATIONAL COMPANY
SERVICES (USA) INC.**

Providing International Business Consulting Since 1979

Atlantic Professional Building
1591 East Atlantic Blvd.
Suite 200
Pompano Beach, Florida
U.S.A. 33060

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March 27, 2002

L98000000 1027

ATTENTION: DIANE CUSHING
Division of Corporations
P O Box 6327
Tallahassee, FL 32314

RE: CARLING GROUP, LLC

900005179979--0
-04/01/02--01069--003
*****35.00 *****35.00

Dear Diane,

We enclose Articles of Amendment for subject company appointing a new Manager for the LLC.

Can you please process this filing and send onwards to the proper department for an **Apostille**.
I am sending this to your direct attention as you will remember the last one we did for Agro
Chemicals and Trading, LLC initially got lost in the shuffle. I finally got the paperwork - thanks.

I enclose a check for \$25.00 for the amendment filing plus \$10 for the Apostille for a total of
\$35.00.

Thank you for your personal help Diane and we look forward to receiving this in due course.

Sincerely,
FOR INTERNATIONAL COMPANY SERVICES (USA)

Suzie Cadenas
Suzie Cadenas, Manager

Encl

APPROVED
AND
FILED
02 APR - 1 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

JP 4302

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

CARLING GROUP, LLC
(Present Name)
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was July 10, 1998

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

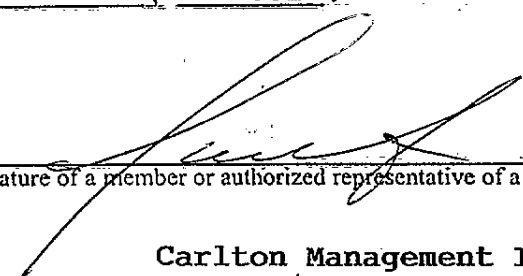
ARTICLE IV - MANAGEMENT

Carling Consultants Ltd. and Simpkins Overseas Services Inc. will no longer remain as Managers. They will remain as Members Only of Carling Group.

It was resolved that the Manager appointed is:

Ms. Yvette Laurent
58 Citronier, Apt. 1
Dominica

Dated March 27, 2002


Signature of a member or authorized representative of a member

Carlton Management Inc.
Typed or printed name of signee

02 APR - 1 PM 3:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVAL
AND
FILED