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C. Coullette AUG 07 2006



CORPORATION SERVICE COMPANY

ACCOUNT NO. : 072100000032
REFERENCE : 293479 4311473
AUTHORIZATION : *[Handwritten Signature]*
COST LIMIT : \$43.75

ORDER DATE : August 7, 2006
ORDER TIME : 11:29 AM
ORDER NO. : 293479-005
CUSTOMER NO: 4311473

DOMESTIC AMENDMENT FILING

NAME: TELEFONICA DATA USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF AMENDMENT
 RESTATED ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake -- EXT# 2959

EXAMINER'S INITIALS: _____

**ARTICLES OF AMENDMENT OF
THE ARTICLES OF INCORPORATION OF
TELEFONICA DATA USA, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida Business Corporation Act, Telefonica Data USA, Inc., a Florida corporation (the "Corporation"), adopts the following articles of amendment to its Articles of Incorporation.

ARTICLE I

The name of the Corporation is Telefonica Data USA, Inc.

ARTICLE II


Article I of the Corporation's Articles of Incorporation is deleted in its entirety and the following is substituted in its stead:

The name of the Corporation is **Telefonica USA, Inc.** The address of the principal office and the mailing address of the Corporation is 1111 Brickell Avenue, 10th Floor, Miami, Florida 33131, subject to change and relocation by the Board of Directors.

The undersigned hereby certifies that the foregoing amendment was duly approved and adopted by joint unanimous written consent of the Board of Directors and the shareholders of the Corporation as of July 31, 2006.

Dated this 31st day of July, 2006.

TELEFONICA DATA USA, INC.

By: 
Name: Thomas J. Quarles
Its: Assistant Secretary

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