

PO 9000062936

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

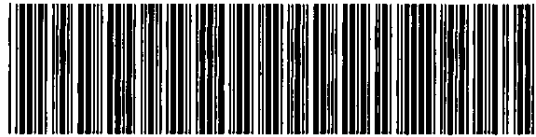
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Amended
[Signature]

DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

2010 MAY 10 AM 8:13

FILED

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: SUNCAP LATAM, INC.

DOCUMENT NUMBER: P09000062936

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOE ACKERMAN

Name of Contact Person

SUNRISE CAPITAL MANAGEMENT

Firm/ Company

777 BRICKELL AVE, SUITE 1200

Address

MIAMI, FL, 33131

City/ State and Zip Code

joe@suncappartners.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

JOE ACKERMAN

Name of Contact Person

at (786)

587 - 1546

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 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
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

SUNCAP LATAM, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

P09000062936

(Document Number of Corporation (if known))

FILED
2010 MAY 10 AM 8:13
FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS & BUSINESSES

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

777 BRICKELL AVE, STE 1200

MIAMI, FL 33131

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

777 BRICKELL AVE, STE 1200

MIAMI, FL, 33131

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: Sunrise Capital Management, LLC

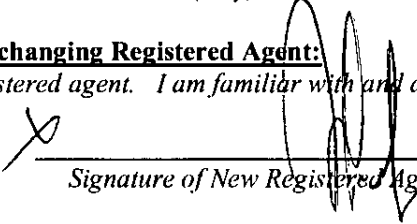
777 BRICKELL AVE, SUITE 1200

New Registered Office Address: (Florida street address)

MIAMI, Florida 33131
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.



Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
VP	AROYA, L.L.C.	777 BRICKELL AVE. STE 1200 MIAMI, FL 33131	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
P	EYTON INVEST, L.L.C.	777 BRICKELL AVE. STE 1200 MIAMI, FL, 33131	<input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove
D	JOE ACKERMAN	175 SW 7 ST., LATITUDE ONE SUITE 2115 MIAMI, FL 33131	<input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

F. If an amendment provides for an exchange, reclassification, or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself:

(if not applicable, indicate N/A)

N/A

The date of each amendment(s) adoption: 04/27/2010

Effective date if applicable: 04/27/2010 (date of adoption is required)
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

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

The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

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

by _____."
(voting group)

The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Dated 4/27/10

Signature [Handwritten Signature]
(By a director, president or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

JOE ACKERMAN
(Typed or printed name of person signing)

Authorized Signatory
(Title of person signing)