

JONATHAN D. BELOFF, ESQ.

1111 LINCOLN ROAD SUITE 400 MIAMI BEACH, FLORIDA 33139

TELEPHONE (305) 673-1101 FACSIMILE (305) 673-5505

November 7, 2000

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Via Federal Express

Secretary of State Amendment Section 409 East Gaines Street Tallahassee, FL 32399

Re: Filing of Amendment to Articles of Incorporation of EarthSearch.Org of Florida, LLC

Dear Sir/Madam:

1-3232

Enclosed, please find an original and a copy of the above mentioned document for filing purposes. Also enclosed is a check payable to the Secretary of State in the amount of \$43.75 representing the filing fee and a certified copy.

Please return to us as soon as possible in the enclosed Federal Express envelope.

Thank you for your prompt assistance and cooperation in this matter and if you have any questions in connection to this request, please feel free to contact me.

Very truly yours,

Jonathan D. Beloff

JDB/cae Enclosures

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AMENDMENT TO ARTICLES OF ORGANIZATION OF EARTHSEARCH.ORG OF FLORIDA, L.L.C. A FLORIDA LIMITED LIABILITY COMPANY

THIS AMENDMENT to Articles of Organization of EARTHSEARCH.ORG OF FLORIDA, L.L.C., (the "Company") is made as of the 3/51 day of 0c liber, 2000, by the undersigned, ROBERTO DI CAMPLI, JESUS H. AMADO, SR., SUSAN SNITCOVSKY C., and RAFAEL R. MORA, the sole Members of the Company ("Members").

WHEREAS, the Articles of Organization dated March 1, 2000, and filed March 22, 2000 with the Secretary of State, State of Florida under Document No. 100000003232, are hereby amended, as follows:

- 1. Name. The name of the Company is hereby changed from EarthSearch.Org of Florida, L.L.C." and the company will hereafter be known as "EarthSearch.net, LLC".
- 2. <u>Principal Office</u>. The street address of the Principal Office in the United States where records are to be kept or made available under Section 607.0202 of the Act, as well as the Company's mailing address is changed to: <u>8125 N.W. 53rd Street, Suite 116, Miami, Florida 33166.</u>
- 3. <u>Members/Management</u>. The following Members have been elected to the following offices of the Company each of whom shall hold office until their successors shall have been elected and qualified:

RAFAEL R. MORA	11151 N.W. 71 st Street Miami, Florida 33178	Chairman /Member 8
ROBERTO DI CAMPLI	5570 N.W. 84 th Avenue Miami, Florida 33166	President/Member
JESUS H. AMADO, SR.	42 S.W. 34 th Avenue City of Miami, Florida	Vice President/Member ??
SUSAN SNITCOVSKY C.	11151 N.W. 71 st Street Miami, Florida 33178	Vice President/Member

The current registered agent and registered office for the Company are: Jesus H. Amado, Sr., 42 S.W. 34th Avenue, City of Miami, Florida The said registered office and the registered agent at that address are hereby changed as follows:

Rafael R. Mora 11151 N.W. 71st Street, Miami, Florida 33178

STATE OF FLORIDA)	
) SS: COUNTY OF MIAMI-DADE)	
aforesaid and in the County aforesaid to	day, before me, an officer duly authorized in the State take acknowledgments, the foregoing instrument was, Sr. He is personally known to me or who has produced cation.
WITNESS my hand and official seal, 2000.	in the County and State last aforesaid this 31 day of
OFFICIAL NOTARYSEAL FRITZ M ANDRE My Commission CEABYRISELE STATE OF FLORIDA COMMISSION NO. CC922826 MY COMMISSION EXP. MAR. 27,2004	Notary Public Notary Public Typed, printed or stamped name of Notary Public
STATE OF FLORIDA) SS: COUNTY OF MIAMI-DADE)	
aforesaid and in the County aforesaid to	day, before me, an officer duly authorized in the State take acknowledgments, the foregoing instrument was by C. She is personally known to me or who has produced cation.
WITNESS my hand and official seal of November —, 2000.	in the County and State last aforesaid this day
My Commission Expires:	Notary Public 2
	Typed, printed or stamped name of Notary Public
STATE OF FLORIDA) SS: COUNTY OF MIAMI-DADE)	My Commission CC 772363 Expires September 3, 2002
aforesaid and in the County aforesaid to	day, before me, an officer duly authorized in the State take acknowledgments, the foregoing instrument was. He is personally known to me or who has produced ication.
WITNESS my hand and official sea of VIORER, 2000.	I in the County and State last aforesaid this day
My Commission Expires:	Notary Public Fritz M. ANDRE
OFFICIAL NOTARY SEAL FRITZ M ANDRE NOTARY FUBLIC STATE OF FLORIDA COMMISSION NO. CC972826 MY COMMISSION EXP. MAR. 27,2004	Typed, printed or stamped name of Notary Public

RAFAEL R. MORA IN WITNESS WHEREOF, we have hereunto set our hands and seals to this Amendment as of the date and year first above written. ROBERTO DI CAMPLI CALLELLO JESUS H. MADOYSR. SUSAN SKITCOVSKY C. RAFAEL R. MORA STATE OF FLORIDA SS: COUNTY OF MIAMI-DADE) I HEREBY CERTIFY that ou this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take asknowledgments, the foregoing instrument was asknowledged before me by Roberto Di Campli. He is personally known to me or who has produced FICE TO DESIGN AS identification. WITNESS my band and official seal in the County and State last aforesaid this advanced by the county and state asknowledgments, the foregoing instrument was asknowledged before me by Roberto Di Campli. He is personally known to me or who has produced FICE TO DESIGN AS Identification. WITNESS my band and official seal in the County and State last aforesaid this advanced by the county public Typed, printed or stamped name of Notary Public Typed	4. Acknowledgment and Consen Registered Agent to accept the service of pro- this Amendment, I hereby accept such statu	ocess of the Company at the registered of s and consent to act in such capacity and	pointed the new fice designated in agree to comply
IN WITNESS WHEREOF, we have hereunto set our hands and seals to this Amendment as of the date and year first above written. ROBERTO DI CAMPLI CCLUBADO TESUS H. AMADO SR. SUSAN SNITCOVSKY C. TOURNEY OF MIAMI-DADE I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Roberto Di Campli. He is personally known to me or who has produced Floring Defince. Livery as identification. WITNESS my hand and official seal in the County and State last aforesaid this 21 day My Commission Expires: Notary Public STATE OF FLORING Typed, printed or stamped name of Notary Public Typed, printed or stamped name of Notary Public	with all the requirements of the law pertaining	ig thereto.	-
IN WITNESS WHEREOF, we have hereunto set our hands and seals to this Amendment as of the date and year first above written. ROBERTO DI CAMPLI CCLUBLO IESUS H. AMADOSR. SUSAN SNITCOVSKY C. RAFAEL R. MORA STATE OF FLORIDA SS: COUNTY OF MIAMI-DADE) I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Roberto Di Campli. He is personally known to me or who has produced Florida Defince Livery as identification. WITNESS my hand and official seal in the County and State last aforesaid this 21 day of CYCLOSED. Notary Bablic Typed, printed or stamped name of Notary Public Typed, printed or stamped name of Notary Public		- polito Far	1
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STATE OF FLORIDA STATE OF FLORIDA SS: COUNTY OF MIAMI-DADE) I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Roberto Di Campli. He is personally known to me or who has produced Floriba Driver Livenum as identification. WITNESS my hand and official seal in the County and State last aforesaid this 31 day of Original Notary Public Typed, printed or stamped name of Notary Public Typed, printed or stamped name of Notary Public	the date and year first above written.		* * * * * * * * * * * * * * * * * * *
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SUSAN SAUTCOVSKY C. RAFAEL R. MORA STATE OF FLORIDA SS: COUNTY OF MIAMI-DADE) I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Roberto Di Campli. He is personally known to me or who has produced Florina Driver License as identification. WITNESS my hand and official seal in the County and State last aforesaid this 31 day of Official Notary Public State of Local Prize Mandre Typed, printed or stamped name of Notary Public Typed, printed or stamped name of Notary Public			8
STATE OF FLORIDA SS: COUNTY OF MIAMI-DADE) I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Roberto Di Campli. He is personally known to me or who has produced Fiorial Driver Livery as identification. WITNESS my hand and official seal in the County and State last aforesaid this 31 day of Orlosed , 2000. My Commission Expires: Notary Public Typed, printed or stamped name of Notary Public		MULDUD KIN PUDELLE .	PH
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