

LOG00005481

LISETTE PIE SALAZAR, P.A.
1390 Brickell Avenue, Suite 200
Miami, Florida 33131
Tel. (305) 371-5540
Fax (305) 371-5541

200003336432--2
-07/26/00--01038--001
*****25.00 *****25.00

July 21, 2000

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

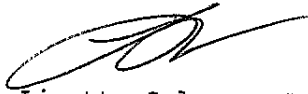
RE: Articles of Amendment for Coconut Grove Power
Assets, LLC

Gentlemen:

Enclosed herein please find our check in the amount of \$25.00 for
filing of the attached Articles of Amendment.

Thank you for your consideration and expediency.

Very truly,



Lisette Salazar, Esq.

enclosures

FILED
00 JUL 26 09:11:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

mt
7/31

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

COCONUT GROVE POWER ASSETS, LLC., a Florida limited liability company

FIRST: The date of filing the articles of organization was May 12, 2000.

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

ARTICLE TWO - PRINCIPAL OFFICE

The mailing address and street address of the principal office of the Limited Liability Company is: Avenida Libertador, Quinta LL, La Floreta 1060, Caracas, Venezuela

ARTICLE THREE - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the Registered Agent is: Lisette Pie Salazar, Esq., 1390 Brickell Avenue, Suite 200, Miami, Florida 33131

ARTICLE FOUR - MANAGER(S) AND STREET ADDRESS

The Limited Liability Company is to be managed by one manager or more managers and is, therefore a manager-managed company. The name and address of the manager(s) of this company will be: Veronica Lopez Lopez, who resides at: Avenida Libertador, Quinta LL, La Floreta 1060, Caracas, Venezuela and Libertad Lopez, who resides at: Avenida Libertador, Quinta LL, La Floreta 1060, Caracas, Venezuela



Donna Kull, Member or
Authorized Representative of a Member

(In accordance with section 608.408(3),
Florida Statutes, the execution of this
document constitutes an affirmation under
the penalties of perjury that the facts
stated herein are true.)

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608, F.S.



Lisette Pie Salazar, Esq.

This instrument prepared by:
Lisette Pie Salazar, Esq.
Florida Bar No. 0977410
1390 Brickell Ave., Suite 200
Miami, Florida 33131

L-5981

RECEIVED
MAY 20 2000
MAY 20 2000
MAY 20 2000