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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 922-4003

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770

LIMITED LIABILITY AMENDMENT

GONCAM, L.L.C.

Certificate of Status	0
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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
GONCAM, L.L.C.**

Pursuant of the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendments adopted:

ARTICLE FIFTH

MEMBERS AND STOCK OWNERSHIP

The name and the Stock Ownership of each Member is:

Name: Hernandez Otero & CIA S EN C S, comprise of the following shareholders:

1. Name: Michel Delcourt Hernandez
Percentage of Ownership: 10%
2. Name: Daniel Delcourt Hernandez
Percentage of Ownership: 10%
3. Name: Steven Delcourt Hernandez
Percentage of Ownership: 10%

Name: Inversiones Gonzalez Campos y CIA S EN C, comprise of the following shareholders:

1. Name: Jorge Gonzalez
Percentage of Ownership: 30%
2. Name: Gloria Campos de Gonzalez
Percentage of Ownership: 10%
3. Name: Maria X. Gonzalez
Percentage of Ownership: 10%
4. Name: Jose A. Gonzalez
Percentage of Ownership: 10%
5. Name: Alejandro Gonzalez
Percentage of Ownership: 10%

SECOND: 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, are as follows:

THIRD: The date of each amendment adoption is February 6, 2001.

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FOURTH: Adoption of Amendment:

The Amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 6th of February, 2001.


By: Jorge Gonzalez, Member/General Manager
ROA

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