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KEVIN C. GUANAGA
ATTORNEY AT LAW

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*****55.00 *****55.00

May 9, 2001

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

Dear Sir/Madam:

Enclosed please find a check for \$55.00 made payable to the Department of State for the Articles of Amendment and for a certified copy.

Should further information be required, please do not hesitate to contact the undersigned at the telephone indicated at the bottom.

Thank you for your cooperation.

Sincerely yours,


Kevin C. Guanaga

FILED
01 MAY 14 AM 8:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

with
5/18

**ARTICLES OF AMENDMENT
TO ARTICLES OF ORGANIZATION
OF LATIN NETWORKS L.L.C.**

FIRST: The date of filing of the articles of organization was December 14, 2000.

SECOND: The following amendments to the articles of organization were adopted by the limited liability company:

ARTICLE IV shall read as follows:

The Limited Liability Company shall be managed by the members with voting power prorata to their interest. The right and duties of the members shall be set forth in the regulations of this limited liability company, which are incorporated herein by reference.

The names and addresses of the initial members of this limited liability company are:

Sergio A. Diaz
7667 NW 50th Street
Miami, Florida 33166

Jhonny A. Ramirez Urbaz
7667 NW 50th Street
Miami, Florida 33166

Antonio Sandoval Leyva
7667 N.W. 50th Street
Miami, Florida 33166

The name and address of the managing member is:

Sergio A. Diaz
7667 NW 50th Street
Miami, Florida 33166

Jhonny A. Ramirez Urbaz
7667 NW 50th Street
Miami, Florida 33166

Antonio Sandoval Leyva
7667 N.W. 50th Street
Miami, Florida 33166

Dated May 9, 2001.



Signature of a member or authorized representative of a member

SERGIO A. DIAZ

Filing Fee: \$25.00

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HEREIN IS UNCLASSIFIED