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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: M&R (U.S.A.), LLC

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Benjamin E. Olive, Esq.
Olive & Associates, P.A.
2400 East Las Olas Blvd, Ste. B
Fort Lauderdale, FL 33301

For further information concerning this matter, please call:

Benjamin E. Olive, Esq. at (954) 334-2250.

Enclosed is a check for the following amount:

\$25.00 Filing Fee

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF ORGANIZATION
OF
M&R (U.S.A.), LLC**

The following provisions of the Articles of Organization of M&R (U.S.A.), LLC, a Florida limited liability company (the "Company"), filed with the Department of State on December 20, 2002, document number L02000004083, are hereby amended as shown below:

1. Article IV of the Articles of Organization of this Company is hereby deleted and replaced with the following:

Article IV

The names and addresses of the managing members/managers are:

MGRM

Eduardo S. Moura
2400 East Las Olas Boulevard, Ste B
Fort Lauderdale, FL 33301

2. These Articles of Amendment shall be effective at the time of their filing with the Department of State.

Dated: April 18, 2007



Benjamin E. Olive, Esq.
Authorized Representative of the Members

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