

L020000007188

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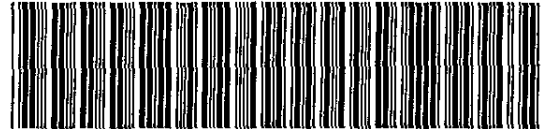
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LB
6-10-04

Division of Corporations

May 1st, 2004

State of Florida

Dear Representative:

Enclosed please find an amendment to the articles of incorporation for Accentfree LLC.

I can be reached at 407-758-9092

My address is: 10918 Rushwood Way Clermont Florida, 34711

Sincerely yours,

Mario Marin

Mario Marin

Registered Agent



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

May 20, 2004

MARIO MARIN
10918 RUSHWOOD WAY
CLERMONT, FL 34711

SUBJECT: ACCENTFREE, LLC
Ref. Number: L02000007188

We have received your document for ACCENTFREE, LLC and your check(s) totaling \$25.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please complete the enclosed amendment form.

The only titles you may use for the individuals that will remain part of the company is MANAGER or MANAGING MEMBER.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6025.

Trevor Brumbley
Document Specialist

Letter Number: 604A00035203

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

AccentFree

(Present Name)

(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was

March 19, 2002.

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

AMENDMENT (1) Amendment to Article X -- Management and
Amendment to Article VI Capital Contributions / Exhibit A--Member
Contributions and Percentage Ownership:

ACTION OF MEMBERS

OF

AccentFree LLC

WITHOUT A MEETING

Pursuant to Chapter 608 of the Florida Statutes (2003), the undersigned member who holds not less than seventy five percent (75%) of the membership interests of AccentFree LLC (the "Company"), either personally or through proxy hereby consents to the following action:

Whereas, Edward Matesevac III, Manwa Ng , Joaquin Vila Ashish Dhar, and Ankit Shah have recently tendered their resignations of employment with AccentFree LLC (the "Company") in all capacities as evidenced by the letters of resignation that are attached to this Resolution, which resignations took effect upon receipt by the Company; and

Whereas, Edward Matesevac III, Manwa Ng , Joaquin Vila Ashish Dhar, Ankit Shah , and Luis Rabelo have tendered their ownership in the Company by returning and endorsing the back of the Membership Certificates issued to Edward Matesevac III, Manwa Ng , Joaquin Vila Ashish Dhar, and Ankit Shah and Luis Rabelo, respectively.

Whereas, the Company has accepted the resignations of Edward Matesevac III, Manwa Ng , Joaquin Vila, Ashish Dhar, and Ankit Shah and desires to appoint new officers and directors to assume the duties and responsibilities that Edward Matesevac III, Manwa Ng , Joaquin Vila Ashish Dhar, and Ankit Shah had previously performed, as of May 10, 2004; and

Whereas, the Company shall issue to Mario Marin the total amount of \$ 510 membership interests representing 51 % ownership in the Company.

It is, therefore, Resolved that Mario Marin is hereby appointed to serve as the MANAGING MEMBER, and Director of the Company until the next annual meeting of Members; and

It is also Resolved that Luis C. Rabelo is hereby appointed to serve as MANAGING MEMBER of the Company until the next annual meeting of Members; and

It is Further Resolved that the Company shall issue a Membership Certificate to Mario Marin and Luis C. Rabelo representing \$510 and \$490 respectively of membership interests (51 and 49 % of ownership in the Company respectively);

AMENDMENT (2) Amendment to Article I -- Name

The name of the limited liability company shall change from AccentFree, LLC to American Technologika, LLC, hereinafter referred to as the "Company."

Dated JUNE 3rd, 2004.



Signature of a member or authorized representative of a member

Luis C. Rabelo

Typed or printed name of signee