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LIMITED LIABILITY AMENDMENT

BLUE COAST INTERNATIONAL III, L.L.C.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
BLUE COAST INTERNATIONAL III, LLC
(A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was September 13th, 2002.

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

A) Article I shall hereby be amended to state that the principal office and mailing address shall be located at 3900 NW 79th Avenue, Suite 429, Miami, Florida 33166

B) Article IV shall hereby be amended to state that the Members of the company shall be:

Management of the limited liability company is reserved to its Managing Member, whose name and address shall be Fernando Da Costa, as legal representative of Blue Coast International, LLC, 3900 NW 79th Avenue, Suite 429, Miami, Florida 33166

C) Article VI shall hereby be amended to state that the capital contributions in the amount of \$1,000.00 cash shall be paid to the limited liability company by the five members in the following amounts:
Blue Coast International, L.L.C., \$300.00 (30%);
Heinrich Locher, \$175.00 (17.5%);
Maria Fente De Locher, \$175.00 (17.5%);
Claudia Locher, \$175.00 (17.5%); and
Henry Locher, \$175.00 (17.5%).

Dated November 7, 2002


Managing Member, Fernando Da Costa

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