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DIVISION OF CORPORATION

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LIMITED LIABILITY AMENDMENT

LIGHTSHIP LATIN AMERICA, LLC

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FLORIDA DEPARTMENT OF STATE
Ken Detzner
Secretary of State

February 19, 2003

LIGHTSHIP LATIN AMERICA, LLC
5728 MAJOR BLVD., SUITE 314
C/O CHARLES EERLER
ORLANDO, FL 32819

SUBJECT: LIGHTSHIP LATIN AMERICA, LLC
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Transmittal Cover Sheet

TO Division of Corporations (((H03000057226 0)))
Company Florida Department of State
Fax Number (850) 205-0383
Phone Number
FROM Marion M. Baker
File Number 19969.010000
Comments Attached please find Articles of Amendment to Articles of Organization of **Lightship Latin America, LLC**. Kindly attend to filing the same today. Pursuant to your faxed letter of February 19, 2003, please abandon the filing under Audit #H03000055770 9. Thank you for your prompt attention to this matter.

Date February 19, 2003
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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
LIGHTSHIP LATIN AMERICA, LLC

Pursuant to Section 608.411, Florida Statutes, the Articles of Organization of LIGHTSHIP LATIN AMERICA, LLC (the "Company") are hereby amended as follows:

FIRST: The name of the Company is LIGHTSHIP LATIN AMERICA, LLC.

SECOND: The date of filing of the Articles of Organization was December 19, 2002.

THIRD: The following amendment to the Articles of Organization was adopted by the Company. ARTICLE FOUR of said Articles of Organization is amended by deleting the provision of said ARTICLE FOUR as the same now exists, and by substituting in lieu thereof, the following:

"ARTICLE FOURTH

The Company is to be a manager-managed company."

FOURTH: This Amendment shall be effective upon filing with the Florida Department of State.

Dated: February 10, 2003.

LIGHTSHIP LATIN AMERICA, LLC

THE LIGHTSHIP GROUP, a Florida
general partnership, its Sole Member

By: Charles Ehler
Charles Ehler

By: James Thiele
James Thiele

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TALLAHASSEE, FLORIDA

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