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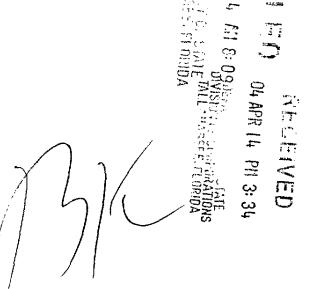
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SPIEGEL & UTRERA, P.A.

(Requestor's Name)

1840 CORAL WAY, 4TH FLOOR

(Address)

MIAMI, FL 33145 (305) 854-6000

(City, State, Zip) (Phone #)

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Otherio USA	LOY(00014871	
2. (Corporation		
3. (Corporation 4.	n Nama) (Document #)	
(Corporatio	n Name) (Document #)	
Walk in Pick up time Certified Copy		
Mail out Will wait Photocopy Certificate of Status		
NEW FILINGS	THE AMENDMENTS A TOUR	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	
OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report		
Fictitious Name ;	Foreign	
Name Reservation	Limited Partnership	
<u> </u>	Reinstatement	

CERTIFICATE OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

OF



OTHELLO USA, LLC a Florida Limited Liability Company

Pursuant to the provisions of section 608.411(2), Florida Statutes, this Limited Liability Company adopts the following Articles of Amendments to its Articles of Organization:

FIRST:

The date of the filing of the Articles of Organization was February 25, 2004.

SECOND:

Article 9 of the Articles of Organization of OTHELLO USA, LLC states Management

as:

Operating Manager:

Raymond Nel

Vice Operating Manager:

Conrad Smit

THIRD:

Article 9 of the Articles of Organization of OTHELLO USA, LLC shall be amended to

state Management as:

Operating Manager:

Conrad Smit

whose address shall be the same as the principal address of the Company.

FOURTH: The date of the adoption of this amendment is the 27 March 2004.



FIFTH: The amendment was adopted by the limited liability company.

SIXTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 27 March 2004.

Signature of a Member or Authorized Representative of a Member