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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

PAN AMERICAN TELECOM L.L.C.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF**

PAN AMERICAN TELECOM L.L.C.
(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 3/11/2004 and assigned document number L04000019370.

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

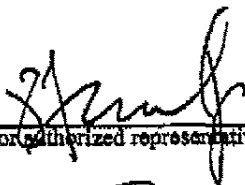
Article VII Management

The new Manager of this Company shall be Vicente Fernandez, 612 SW 31 Ave. Miami, FL 33135.

Article XI Members

The membership of Jeraulienne, Inc. has been transferred to L.A.B. Consulting, Inc. 612 SW 31 Ave. Miami, FL 33135.

Dated July 10, 2004.



Signature of a member or authorized representative of a member

VICENTE FERNANDEZ
Typed or printed name of signer

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