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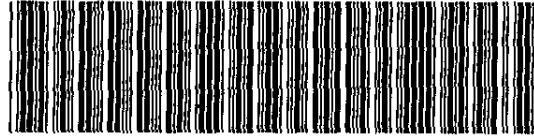
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TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: Leopoldina, LLC
(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

Jacqueline del Cristo Mingos, Esq.

(Name of Person)

de la O & Marko

(Firm/Company)

3001 SW 3rd Avenue

(Address)

Miami, Florida 33129

(City/State and Zip Code)

For further information concerning this matter, please call:

Gina Rosa

(Name of Person)

at (305) 285-2000

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
Leopoldina, LLC
(a Florida Limited Liability Company)**

The following articles of amendment are submitted in accordance with Section 608.411, Florida Statutes.

1. The Articles of Organization for Leopoldina, LLC (the "Company"), were filed on January 3, 2005 and assigned document number H05000000945.
2. The following amendment to the Articles of Organization was adopted by the Company:

Article II of the Articles of Organization shall be amended to state:

The initial street address and mailing address of the principal office of the Company is 1385 Coral Way, PH 403, Miami, Florida, 33145

Dated: March 4, 2005



Jacqueline del Cristo Minges, Esq.
Authorized Representative

FILED
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TALLAHASSEE, FLORIDA