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LIMITED LIABILITY AMENDMENT

FONE ME, LLC

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January 21, 2005

FAX COVER SHEET

To: Division of Corporation
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Fax: (850) 205-0383

From: Matthew C. Mahoney, Law Clerk

Re: Filing Articles of Correction to Articles of
Organization of FONE ME, LLC
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Please see attached transmittal letter.

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Matthew Mahoney
DIRECT DIAL: 305-341-3008
mmahoney@kpkb.com

January 21, 2005

VIA FACSIMILE

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314
Fax: (850) 205-0383

Dear Madam or Sir:

Please find attached the Articles of Correction to Articles of Organization of FONE ME, LLC, a Florida limited liability company (the "Articles").

We have requested a certified copy of the Articles of Correction to Articles of Organization of FONE ME, LLC.

Please send the certified copy of the Articles and any correspondence with respect to this matter to the following:

Attn: Matthew C. Mahoney, Law Clerk
Kluger, Peretz, Kaplan & Berlin, P.L.
17th Floor, Miami Center
201 So. Biscayne Blvd.
Miami, Florida 33131
tel.: 305.379.3008
fax: 305.341.3083

Please call with any questions.

Very truly yours,

KLUGER PERETZ KAPLAN & BERLIN, P.L.

Matthew C. Mahoney, Law Clerk

MCM

(W:\Transact\2037\0007\M0213742 v.1; 1/21/2005 03:16 PM)

2005 JAN 21 AM 8:51
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ARTICLES OF CORRECTION
TO
ARTICLES OF ORGANIZATION
OF
FONE ME, LLC

Pursuant to the provisions of Section 608.4115, Fla. Stat., the undersigned Authorized Representative hereby files these Articles of Correction to the Articles of Organization of FONE ME, LLC.

The Articles of Organization of FONE ME, LLC (the "Articles"), filed on January 13, 2005 and assigned document number L05000004429, contain an inaccuracy as to the name of the Manager of the Company. The Articles are hereby corrected to read as follows:

ARTICLE III - MANAGEMENT

The Company shall be manager managed. The name and address of the initial Manager is as follows:

Title
MGR

Name and Address
Stephen P. Illas
10490 Gandy Blvd.,
St. Petersburg, Florida 33702

IN WITNESS WHEREOF, the undersigned Authorized Representative has executed these Articles of Correction this 21st day of January, 2005.



Dale S. Bergman, Authorized Representative

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