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COVER LETTER

TO: Registration Section Division of Corporations	
SUBJECT: U.S. CITIES ON THE WEE	3, LLC
(Name of	Limited Liability Company)
The enclosed Articles of Amendment and fee(s) are	submitted for filing.
Please return all correspondence concerning this mat	tter to the following:
ANAT YANIV	
	(Name of Person)
HOFFMAN LEVY BE	
	(Firm/Company)
2320 HOLLYWOO	D BLVD (Address)
	•
HOLLYWOOD FL	33020 ity/State and Zip Code)
	ny/state and 21p code)
For further information concerning this matter, pleas	e call:
ANAT YANIV	954
(Name of Person)	at (_954) 921-4600 X.232 (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:	
\$25.00 Filing Fee Scertificate of Status	\$55.00 Filing Fee & Certified Copy (additional copy is enclosed) \$60.00 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)
MAILING ADDRESS: Registration Section	STREET/COURIER ADDRESS: Registration Section
Division of Corporations P.O. Box 6327	Division of Corporations Clifton Building
Tallahassee, FL 32314	2661 Executive Center Circle Tallahassee, FL 32301

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

U.S. CITIES ON THE WEB, LLC

(Present Name) (A Florida Limited Liability Company)

FIRST:	The Articles of Organization were filed on 2/3/2005 ar document number L05000011450	nd assigned		
SECOND:	This amendment is submitted to amend the following:	•		
	ARTICLE I - TO CHANGE THE LLC NAME TO:			
	USA CITY GUIDE.COM, LLC			
				
Dated MA	Y 1 , 2006 .		_	
		SECRE: TALLAH)	06 MAY	
	Signatura of Franchista or authorized source station of a mark	SSE SSE	2	
	Signature of a member or authorized representative of a member	⊅ [~] ~		Ö
	AVRAHAM LIFSHITZ	.OR		

Filing Fee: \$25.00

Typed or printed name of signee