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TRANSMITTAL LETTER

August 31, 2007

Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: Articles of Amendment of

 METROPY GLOBAL NETWORKS, LLC

 Document No. L05000081411

Enclosed are an original and one (1) copy of the articles of amendment, and a check in the amount of \$25.00 in payment of filing fees.

From: **Diego A. Nunez-Zambrano**
 3684 SW 23 Street
 Miami, FL 33145

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ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
METROPY GLOBAL NETWORKS, LLC

Document No. L05000081411

Pursuant to the provisions of section 608.411, Florida Statutes, the undersigned Florida Limited Liability Company adopts the following articles of amendment to its articles of organization.

ARTICLE I- AMENDMENTS ADOPTED

Amend Article I- to read:

Article I- Name:

The name of the Limited Liability Company is:

M TELECOM, LLC

Amend Article II- to read:

The street address of the Limited Liability Company is:

3684 SW 23 Street
Miami, FL 33145

The mailing address of the Limited Liability Company is:

3684 SW 23 Street
Miami, FL 33145

Amend Article III- to read:

The name and Florida address of the registered agent is:

Diego A. Nunez-Zambrano
3684 SW 23 Street
Miami, FL 33145

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Amend Article V- To read:

Article V- Members/Managers:

The management of this limited liability company is reserved to its member whose name and addresses is as follows:

Member/Manager: Luminus Technologies, Corp.
3684 SW 23 Street
Miami, FL 33145

All limited liability company powers, business, and affairs shall be exercised or directed by or under the authority of the aforementioned member.

Member: Diego A. Nunez-Zambrano
3684 SW 23 Street
Miami, FL 33145

Add Article VII- To read:

Article VII – Capital Contributions

Capital contributions in the amount of Five Hundred Dollars (\$1,000.00) shall be paid by:

Luninus Technologies, Corp. Member/Manager	\$10.00
Diego A. Nunez-Zambrano Member	\$990.00

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Add Article VIII- To read:

Article VIII – Duration

The Limited Liability Company shall exist perpetually until dissolved in a manner provided by law, or as provided in the regulations adopted by its members.

Add Article IX- To read:

Article IX – Membership Restrictions

Members shall have the right to admit new members by unanimous consent. Contributions required of new members shall be determined as of the time of admission to the Limited Liability Company.

A member's interest in the Limited Liability Company may not be sold or otherwise transferred except with unanimous written consent of all members.

On the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member, or the occurrence of any other event that terminates the continued membership of a member in the Limited Liability Company, the remaining members shall have the right to continue the business on unanimous consent of the remaining members.

Every member, upon the increase in the capital of the Limited Liability Company whether it be previously authorized in the Articles of Organization filed originally or authorized by amendment thereto, shall have the right to purchase his pro-rata share thereof at the same price and under the same terms at which it is offered to others.

Add Article X- To read:

Article X- Limitation of Liability

Each member or manager, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a member or manager of the Limited Liability Company or of any subsidiary, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any member or manager may be entitled as a matter of law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything herein contained restrict the right of the Limited Liability Company to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

Add Article XI- To read:

Article XI- Self Dealing

No contract or other transaction between the Limited Liability Company and other entities, in the absence of fraud, shall be affected or invalidated by the fact that any one or more of the members or managers of this Limited Liability Company is or are interested in a contract or transaction, individually or jointly, may be a party or parties to, or may be interested in such contract, act or transaction, or in any way connected with such person or person's firm or corporation, and each and every person who may become a member or manager of the Limited Liability Company is hereby relieved from any liability that might otherwise exist from this contracting with the company for the benefit of himself or any firm, association or corporation in which he may be in any way interested, provided by the fact that he is so interested shall be disclosed or shall be known to the other members and managers.

Add Article XII- To read:

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Article XII- Amendments

These Articles of Organization may be amended in the manner provided by law. Every amendment shall be approved by the unanimous vote of all its members, unless all the members sign a written statement manifesting their intention that a certain amendment of these Articles of Organization be made.

Add Article XII- To read:

Article XIII – Profits and Losses

Profit Sharing: The members shall be entitled to the net profits arising from the operation of the Limited Liability Company's business that remain after payment of the expenses of conducting its business. Each member shall be entitled to a distributive share of the profits. The distributive share of the profits shall be determined and paid to the members after year's end, according to their participative share.

Loss Sharing: All losses that occur in the operation of the Limited Liability Company's business shall be paid out of the capital contributed and undistributed profits.

ARTICLE II- Date of Adoption of the Amendment

The date of adoption of the amendment is August 31, 2007.

ARTICLE III- Adoption of the Amendment

The amendment is adopted by the members and the number of votes cast for the amendment is sufficient for approval.



Signature

Diego A. Nunez-Zambrano, Pres.
Luninus Technologies, Corp.
Member/Manager



Signature

Diego A. Nunez-Zambrano
Member

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**Certificate of Designation of
Registered Agent/Registered Office**

Pursuant to the provisions of Chapter 608 of the Florida Statutes, the undersigned Limited Liability Company, organized under the laws of the State of Florida, submits the following statement in the designation of the registered Agent/Registered Office, located in the State of Florida:

The name of the Limited Liability Company is:

M TELECOM, LLC

The name and address of the initial registered agent for this Limited Liability Company is:

Diego A. Nunez-Zambrano
3684 SW 23 Street
Miami, FL 33145

Having been named as registered agent and to accept service of process for the above stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Nunez-Zambrano
Signature of Registered Agent

08/31/07
Date

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