

Division of Corporations

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L05000106369

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DIVISION OF CORPORATION

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*L05-106369***LIMITED LIABILITY AMENDMENT****TELX3M, LLC**

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
TELX3M, L.L.C.**

FIRST: The Articles of Organization were filed on April 7, 2005 and assigned document number L050000106369.

SECOND: This amendment is submitted to amend the following:

Article IV - Registered Agent

The Registered Agent of this Limited Liability Company shall be:

JUAN CARLOS CASTANEDA
3231 Executive Way
Miramar, Fl. 33025

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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 605, F.S.

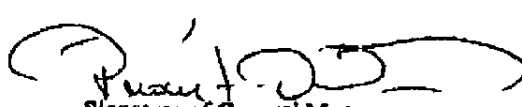

Juan Carlos Castaneda
New Registered Agent

Article V - Manager and Managing Members

This Limited Liability Company shall be managed by the following Managing Members:

TELONLINE CORP.	-	GENERAL MANAGER
INTERCONEXION U.S.A., CORP.	-	MANAGING MEMBER

Signed in Miami, Fl. on the 30TH day of November, 2005.


Signature of General Manager
Juan Carlos Castaneda
As President of TELONLINE CORP.

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