

L05UW/08867

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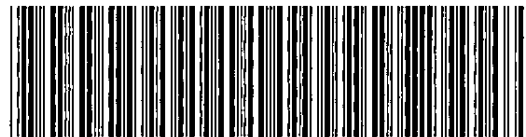
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MAY 19 2008

EXAMINER

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. APCA COMUNICACIONES SUDAMERICANAS,
(Corporation Name) (Document #)
2. L.L.C.
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

**CERTIFICATE OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF
APCA COMUNICACIONES SUDAMERICANAS, L.L.C.**

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L05000108867

FIRST: The date of filing of the articles of organization was NOV. 09, 2005.

SECOND: The following amendment(s) to the articles of organization was/were adopted by the limited liability company:

AMENDMENT ARTICLE IV. MANAGING MEMBER

This will be a member managed organization. The name of each member is:

ZAIA, ALEJANDRO S.	MGRM	DELETE
---------------------------	-------------	---------------

ZAIA, ALEJANDRO S.	50%	MGRM	ADD
---------------------------	------------	-------------	------------

848 Brickell Ave. Ste. 1235, Miami, Fl. 33131

GRILEY S.A.	50%	MGRM	ADD
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Treinta y Tres 1374, Of. 307, Montevideo, Uruguay 11000.

THIRD: The date of each amendment's adoption is May 01, 2008.

FOURTH: The amendments were approved by the members. The number of votes cast for the amendments were sufficient for approval.

following amendment(s) to the articles of organization was/were adopted by the limited liability company:

Date, May 01, 2008

A handwritten signature in black ink, appearing to read 'Alejandro S. Zaia', written over a horizontal dotted line.

SIGNATURE

ZAIA, ALEJANDRO S.

Name

MANAGING MEMBER

Title