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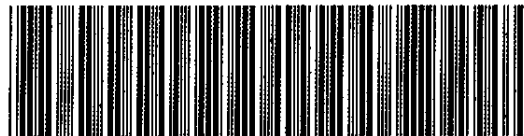
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COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: RS HOLDINGS, LLC

(Name of Limited Liability Company)

The enclosed Articles of Amendment and fee(s) are submitted for filing.

Please return all correspondence concerning this matter to the following:

JOHN C. SOSA, ESQ.

(Name of Person)

LAW OFFICE OF JOHN C. SOSA, PLC

(Firm/Company)

999 Brickell Avenue, Suite 700

(Address)

Miami, Florida 33131

(City/State and Zip Code)

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For further information concerning this matter, please call:

JOHN C. SOSA

(Name of Person)

at (305) 371-4113

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:



\$25.00 Filing Fee



\$30.00 Filing Fee &
Certificate 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
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

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

RS HOLDINGS, LLC

(Present Name)
(A Florida Limited Liability Company)

FIRST: The Articles of Organization were filed on 1/10/2007 and assigned document number L07000003354.

SECOND: This amendment is submitted to amend the following:

Article II: Principle & Mailing Address: 999 Brickell Avenue, Suite 700, Miami, FL 33131

Article IV: John C. Sosa, Esq., 999 Brickell Avenue, Suite 700, Miami, FL 33131

Article V: Title: MGMR

Sylvester Lukis

999 Brickell Avenue, Suite 700

Miami, Florida 33131

Title: MGMR

Raul Martinez

999 Brickell Avenue, Suite 700

Miami, Florida 33131

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Dated April 13, 2007.



Signature of a member or authorized representative of a member

John C. Sosa

Typed or printed name of signee

Filing Fee: \$25.00