

LO7000125217

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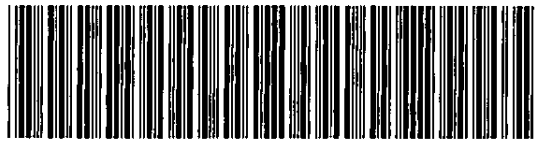
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

**TO: Registration Section
Division of Corporations**

SUBJECT: GABLES HOTEL GROUP, L.L.C.
(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:

JUAN C. VALDES, ESQUIRE
(Name of Person)

LAW OFFICES OF G. FRANK QUESADA
(Firm/Company)

1313 PONCE DE LEON BOULEVARD, SUITE 200
(Address)

CORAL GABLES, FLORIDA 33134
(City/State and Zip Code)

For further information concerning this matter, please call:

JUAN C. VALDES, ESQUIRE at (305) 446-2517
(Name of Person) (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
GABLES HOTEL GROUP, L.L.C.**

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TALLAHASSEE FLORIDA**

FIRST: The date of the filing of the articles of organization was 12/18/2007, and assigned Florida document number: L07000125217.

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

1. Bentel Corporation, a Florida corporation is appointed as Manager of the Company. The address for the Manager shall be:

Bentel Corporation
Po Box 560683
Miami Fl 33236

2. The sole member of the Company is Vifere Corp., N.V., a Netherlands Antilles Corporation

Dated this 6th day of May, 2008.

"Member"

VIFERE CORP. N.V., a Netherlands Antilles Corporation

By: 

Benito Irastorza, President