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BPP TELECOM, LLC

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T. HAMPTON

DEC 1 0 2008

EXAMINER

ARTICLES OF AMENDMENT

TO

ARTICLES OF ORGANIZATION

OF

BPP TELECOM, LLC a Florida Limited Liability Company

Pursuant to the provisions of section 608.411(2), Florida Statutes, this Limited Liability Company adopts the following Articles of Amendments to its Articles of Organization:

FIRST:

The date of the filing of the Articles of Organization was December 1, 2008.

SECOND:

Article 9 of the Articles of Organization of BPP TELECOM, LLC states Management

25:

Operating Manager:

Eric Pomeroy

Secretary:

Eric Pomeroy

THIRD:

Article 9 of the Articles of Organization of BPP TELECOM, LLC shall be amended to

state Management as:

Operating Manager:

Eric Pomeroy

Vice Operating Manager:

James Baumhart

Secretary:

Eric Pomeroy

whose mailing addresses shall be the same as the mailing address of the Company.

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FOURTH:

The date of the adoption of this amendment is the gm day of Vecen 20 08

FIFTH:

The amendment was adopted by the limited liability company.

SIXTH:

This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this That day of December 2008.

Eric Pomeroy, Signature of a Member or Authorized Representative of a Member

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