L10000019541

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COVER LETTER

TO:	Registration Se Division of Cor		<i>*</i>	x	t «		
SUBJ	FCT•	PROX	KY USA LLC				
Name of Limited Liability Company							
The en	nclosed Articles of	Amendment and fee(s) are sub	omitted for filing.				
Please	return all correspo	indence concerning this matter	to the following:				
	SERGEI NOVOV Name of Person						
			PROXY USA LLC				
Firm/Company							
17201 Collins Ave, #1701							
Address							
		Suni	ny Isles Beach, FL 3316 City/State and Zip Code				
		F.mail address:	novov7070@mail.ru to be used for future annual report	notification			
For fu	rther information c	oncerning this matter, please of	·	nonneanon)			
	Se	ergei Novov	at (646)	338-2			
	Name o	f Person	Area Code & D	aytime Teleph	one Number		
Enclos	sed is a check for the	ne following amount:					
□\$2 :	5.00 Filing Fee	\$30.00 Filing Fee & Certificate of Status	\$55.00 Filing Fee & Certified Copy (additional copy is enc		\$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/CO Registration S Division of C Clifton Buildi 2661 Executiv Tallahassee, F	Section orporations ing ve Center Cir				

ARTICLES OF AMENDMENT ARTICLES OF ORGANIZATION 2010 OCT 12 PM 排 00 OF **PROXY USA LLC**

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SECRETARY OF STATE TALLAHASSEE FLORIDA

(A Florida Limited Liability Company)

The Articles of Organization for this Limited Liability Company were filed on February 2, 2010 and assigned Florida document number L10000019541.

This amendment is submitted to amend the following:

"DELETE" the Managing Member: ALEX RYSLIK

"ADD" the EIN# is: 80-0554814.

"UPDATE" the principal & mailing addresses to reflect: 17201 Collins Ave, Suite 1701, Sunny Isles Beach, FL 33160.

"UPDATE" the registered agent to reflect: Sergei Novov, 17201 Collins Ave, Suite 1701, Sunny Isles Beach, FL 33160.

The undersigned represents that she is authorized and empowered to execute this amendment and that she is either a member or an authorized representative of a member.

Sergei Noyoy, Managing Member

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 608, F.S. Or, if this document is being filed to merely reflect a change in the registered office address, I hereby confirm that the limited liability company has been notified in writing of this change.

Signature of Registered Agent: SERGEI NOVOV