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December 15, 2000

ATTN: Registration Sections
Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

RE: Articles of Amendment to Articles of Organization of Blackstarr Consulting, LLC

VIA U.S. MAIL

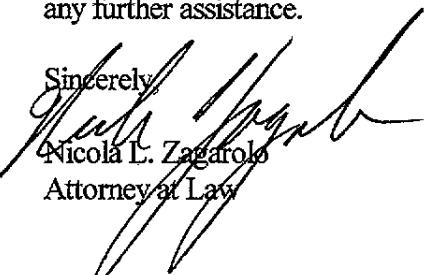
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To whom it may concern:

Enclosed please find an original and one copy of the Articles of Amendment to Articles of Organization of Blackstar Consulting, LLC. Further, I have also enclosed our Check made payable to the Secretary of State in the amount of \$25.00 as payment for the filing fee for said Amendment.

In closing, I ask that you carefully review the enclosed documents and immediately contact me at the above Pompano Beach address and telephone number with any questions or comments regarding same. If all is in order, kindly return the requisite documents to our Pompano Beach Office once same have been processed and filed.

I thank you for your anticipated cooperation and ask that you contact my office if I may be of any further assistance.

Sincerely,

Nicola L. Zagarolo
Attorney at Law

Enclosures.

FILED
00 DEC 18 PM 3:08
TALLAHASSEE, FLORIDA

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**ARTICLES OF AMENDMENT TO
ARTICLES OF ORGANIZATION OF
BLACKSTAR CONSULTING, L.L.C.**

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TALLAHASSEE, FLORIDA

ARTICLE I--Name:

The name of the Limited Liability Company is:

BLACKSTAR CONSULTING, L.L.C.

ARTICLE II--Date of Original Filing:

The date of filing of the Original Articles of Organization of the Limited Liability Company was:

June 3, 1999

ARTICLE III--Address:

The mailing address and street address of the principal office of the Limited Liability Company is: **SUITE NUMBER 104, 10619 WEST ATLANTIC BLVD. CORAL SPRINGS, FLORIDA 33701**

ARTICLE IV--Amendment

The following amendment(s) to the Articles of Organization were adopted by the Limited Liability Company:

1. **Christina Bobb is no longer a member of the Limited Liability Company;**
2. **Dreamlink Enterprises Trust replaces Christina Bobb as a member of the Limited Liability Company ;**
3. **Nikolai Battoo remains to be a member of the Limited Liability Company**
4. **The mailing address for Dreamlink Enterprises Trust is C/O Sterling ACS, Ltd. Beamont House Bay Street, P.O. Box N-8680, Nassau, Bahamas;**
5. **The address of the Registered Agent Nicola L. Zagarolo, Esq. has changed, the new address for said Registered Agent is: 3800 Northeast Third Avenue, Pompano Beach, Florida 33064.**
6. **The Limited Liability Company is to be managed by the members and the name(s) and address(es) of the managing member(s) is/are:**

Dreamlink Enterprises Trust

C/O Sterling ACS, Ltd.

Beamont House Bay Street

P.O. Box N-8680

Nassau, Bahamas

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TAMM-CLERK

ARTICLE V --Admission of Additional Members:

The right, if given, of the members to admit additional members and the terms and conditions of the admissions shall be:

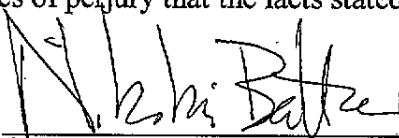
Additional members may be admitted at such times and on such terms and conditions as all members may unanimously agree in writing and upon the granting of the express written consent of each member and as further provided in the Operating Agreement of the Company.

ARTICLE VI --Members Rights to Continue Business:

The right, if given, of the remaining members of the limited liability company to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the limited liability company shall be:

The remaining members of the Company may continue the business upon the termination of continued membership of a member in the company upon unanimous agreement as provided in the Operating Agreement of the Company.

In accordance with sections 608.408(3) and 608.411, Florida Statutes, the execution of this affidavit constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)



Nikolai Battoo
