

L99000003359

PROVIDENCE CAPITAL L.C.

701 Brickell Avenue, Suite 1480 Miami, FL 33131
www.providencecap.com

Tel: 305.379.4999
Fax: 305.379.9099

April 3, 2002

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-04/10/02--01025--004
*****60.00 *****60.00

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

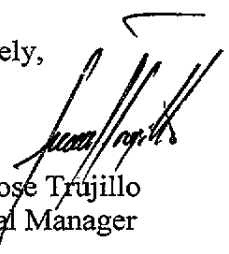
To Whom It May Concern:

Enclosed are the amended articles of organization for Providence Capital L.C.

If you have any questions regarding the enclosed information please give me a call at
(305) 379-4999 or mail any information to:

Providence Capital L.C.
701 Brickell Avenue Suite 1480
Miami, FL 33131
Email: juantrujillo@providencecap.com

Sincerely,


Juan Jose Trujillo
General Manager

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2002 APR 25 AM 8:58
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

W02-10414
J. BRYAN APR 12 2002
J. BRYAN MAY 6 2002



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

April 12, 2002

JUAN JOSE TRUJILLO
701 BRICKELL AVE., STE. 1480
MIAMI, FL 33131

SUBJECT: PROVIDENCE CAPITAL L.C.
Ref. Number: W02000010414

We have received your document for PROVIDENCE CAPITAL L.C. and your check(s) totaling \$60.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please specify which article number you are amending, adding, or deleting.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6043.

Joey Bryan
Document Specialist
Tax Liens

Letter Number: 302A00021943



701 Brickell Avenue, Suite 1480 Miami, FL 33131
www.providencecap.com

Tel: 305.379.4999
Fax: 305.379.9099

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

April 22, 2002

Division of corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: Providence Capital L.C.
Ref. Number: W02000010414

To Whom It May Concern:

As per your request, enclosed find the information in reference to the articles that are being amended along with the original copy, and one copy of our document.

The following are the articles that are being amended:

Article II-Address
Article IV-Management
Article V-Admission of additional members

If you have any questions please call at (305) 379-4999.

Thank you,

A handwritten signature in black ink, appearing to read "Ana Rivera", is written over a horizontal line.

Ana Rivera
Administrative Assistant

ARTICLES OF AMENDMENT
TO
ARTICLES OF ORGANIZATION
OF

PROVIDENCE CAPITAL L.C.

(Present Name)
(A Florida Limited Liability Company)

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FIRST: The date of filing of the articles of organization was JUNE 10 1999.

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

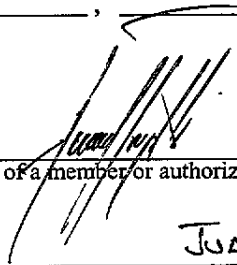
See attached:

The following are the Articles that were amended:

- Article II - Address*
- Article IV - Management*
- Article V - Admission of Additional members.*

Dated

4/3/02



Signature of a member or authorized representative of a member

JUAN JOSE TRUJILLO

Typed or printed name of signee

Filing Fee: \$25.00

**ARTICLES OF ORGANIZATION FOR FLORIDA
LIMITED LIABILITY COMPANY**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I-Name

The name of the Limited Liability Company is PROVIDENCE CAPITAL L.C.

ARTICLE II-Address

The mailing address and street address of the principal office of the Limited Liability Company is:

701 Brickell Avenue Suite 1480
Miami, Fl 33131

ARTICLE III-Duration

The period of duration for the Limited Liability Company shall be to the year 2025.

ARTICLE IV-Management

The Limited Liability Company is to be managed by a manager or managers and the names and address of such managers who are to serve as managers are:

Mr. Nelson Calle
340 Harbor Drive
Key Biscayne, Florida 33149

Mr. Carlos Orrego
1925 Brickell Avenue Apt # D-701
Miami, Fl 33129

Mr. Juan Jose Trujillo
1925 Brickell Avenue Apt # D-701
Miami, Fl 33129

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 upon unanimous consent in writing of the three existing members.

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 to continue uninterrupted and unimpeded as a viable "Limited Liability Company".

Respectfully submitted this 3rd day of April 2002.


NELSON CALLE, Member


CARLOS ORREGO, Member


JUAN JOSE TRUJILLO, Member

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA