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CORPORATION NAME(S) & DOCUMENT NUMBER	BER(S) (if known):
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CERTIFICATE OF AMENDMENT TO ARTICLES OF ORGANIZATION OF

NETCELL L.L.C. (Present Name) (A Florida Limited Liability Company)

FIRST: The date of filing of the articles of organization was 07/05/1999

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

ARTICLE V: Admission of a new member

Ricardo A. Morantes-Management by Member 11058 NW 48th LANE MIAMI, FL. 33178

Dated: April 4,2001

Signature of a member or authorized representative of a member

Luis Aristeiguieta

Typed or printed name of signee