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TELMEX USA

Telmex USA
9444 Farnham St. Suite 200
San Diego, California 92123
Tel. (858) 268 3681
Fax. (858) 279 4217

October, 8th 1999

Florida Department of State - Division of Corporation
409 E. Gaines St.
Tallahassee, FL 32399

Enclosed please find the documentation required by the Florida Secretary of State.
Also enclosed is the Amendment to Certificate of Formation of our corporation
and a check of \$25.00 to cover the filing fee.

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-10/12/99--01032--015
*****25.00 *****25.00

Veronica Ehrlich

Veronica Ehrlich
Legal Assistant

FILED
99 OCT 12 PM 3:34
SECRETARY OF STATE
TALLAHASSEE, FL 32304

10-13-99

**APPLICATION BY FOREIGN LIMITED LIABILITY COMPANY TO
FILE AMENDMENT TO APPLICATION FOR AUTHORIZATION TO
TRANSACTION BUSINESS IN FLORIDA**

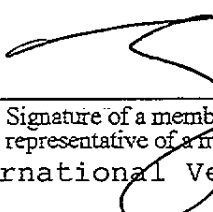
SECTION I (1-3 must be completed)

1. Name of limited liability company as it appears on the records of the Department of
State: Telmex/Sprint Communications, L.L.C.
2. Jurisdiction of its organization: Delaware
3. Date authorized to do business in Florida: July 18, 1997

SECTION II (4-7 complete only the applicable changes)

4. If the amendment changes the name of the limited liability company, when was the
change effected under the laws of its jurisdiction of organization? August 11, 1999
5. New name of the limited liability company: Telmex USA, L.L.C.
(Name must end with the words "limited company" or the abbreviation "L.C." if not so
contained in the name at present.)
6. If the amendment changes the period of duration, indicate new period of duration
N/A
7. If the amendment changes the jurisdiction of organization indicate new jurisdiction:
N/A

October 8th, 1999
Date


Signature of a member or the authorized
representative of a member
Telmex International Ventures USA Inc., member

Luis Lopez, COO
Typed or printed name

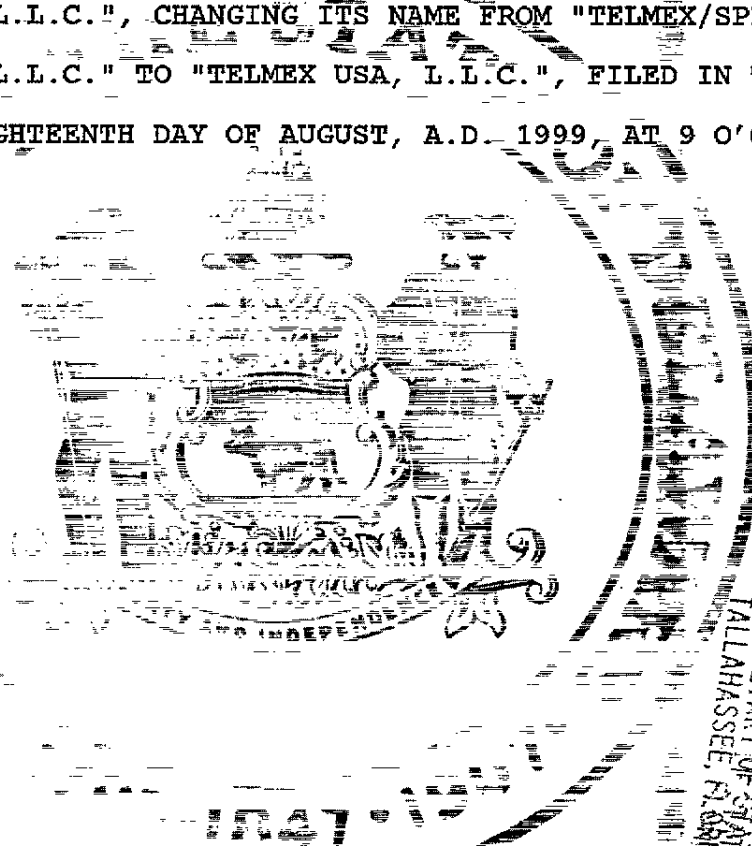
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
OCT 12 PM 3:34

FILED

State of Delaware
Office of the Secretary of State

PAGE 1

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "TELMEX/SPRINT COMMUNICATIONS, L.L.C.", CHANGING ITS NAME FROM "TELMEX/SPRINT COMMUNICATIONS, L.L.C." TO "TELMEX USA, L.L.C.", FILED IN THIS OFFICE ON THE EIGHTEENTH DAY OF AUGUST, A.D. 1999, AT 9 O'CLOCK A.M.



Edward J. Freel

Edward J. Freel, Secretary of State

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AUTHENTICATION: 9996961

DATE: 09-29-99