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

SECTION 1

- 1. Name of the limited liability company as it appears within the records of the Department of State. Galaxy Latin America, LLC
- 2. Formed under the laws of Delaware
- 3. Date authorized to do business in Florida; April 14, 1997

SECTION II

- 4. If the amendment changes the name of the limited liability company, when was the change effected under the laws of its jurisdiction of formation; October 31, 2000
- 5. Name of the limited liability company after the amendment; DIRECTV Latin America, LLC.
- 6. If the amendment changes the period of duration, indicate new period of Not Applicable
- 7. If the amendment changes the jurisdiction of formation, indicate new jurisdiction. Not Applicable.

Chief Executive Officer

Office of the Secretary of State

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 "GALAXY LATIN AMERICA, LLC", CHANGING ITS NAME FROM "GALAXY LATIN AMERICA, LLC" TO "DIRECTV LATIN AMERICA, LLC", FILED IN THIS OFFICE ON THE THIRTY-FIRST DAY OF OCTOBER, A.D. 2000, AT 2:45 O'CLOCK P.M.

AUTHENTICATION: 0774798

DATE: 11-03-00

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CERTIFICATE OF AMENDMENT

OF

CERTIFICATE OF FORMATION

GALAXY LATIN AMERICA, LLC, a limited liability company organized and existing under and by virtue of the laws of the State of Delaware, DOES HEREBY CERTIFY:

FIRST: That a resolution was duly adopted by the Executive Committee of Galaxy Latin America, LLC setting forth a proposed amendment to the Certificate of formation of said limited liability company, declaring said amendment to be advisable and calling a meeting of the Executive Committee of said limited liability company for consideration thereof. The resolution setting forth the proposed amendment is as follows:

RESOLVED, that the Certificate of Formation of this limited liability company be amended by changing the First Article thereof so that, as amended said Article shall be and read as follows:

"1. The name of the company is DIRECTV Latin America, LLC

SECOND: That said amendment was duly adopted in accordance with the provisions of the applicable law of the State of Delaware.

IN WITNESS WHEREOF, said GALAXY LATIN AMERICA, LLC has caused this certificate to be signed by Kevin N. McGrath, this 30 day of October, 2000.

KEVIN N. McGRATH

Authorized Person

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APPROYEL