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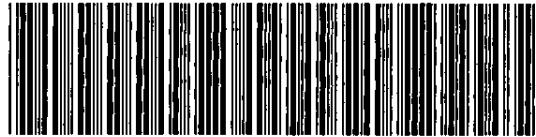
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Amend

04/24/07--01006--002 **35.00

FILED
2001 APR 24 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DR
4/27/07

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF:
BLUE FIBER COMMUNICATIONS, INC.**

FILED

2007 APR 24 PM 4:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 307.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted:

Add: Griselda Llabre

Delete: Marlene Castro

**ARTICLE VI
PRINCIPAL PLACE OF BUSINESS**

The street address in this State of the principal office of this corporation is: 870 NW 87 Avenue #201 Miami, Fl. 33172.

The Board of Directors may from time to time, move the principal office to any other address in the State of Florida.

**ARTICLE IX
SUBSCRIBERS**

NAME	TITLE	ADDRESS
Griselda Llabre	President	870 NW 87 Avenue #201 Miami, FL 33172

**ARTICLE X
SHARES**

Griselda Llabre	500 Shares
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SECOND: Adoption of Amendment(s):

The date of each amendment's adoption: February 28, 2007.

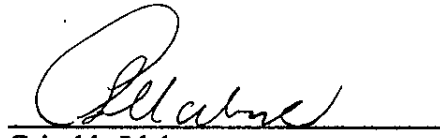
THIRD: Adoption of Amendment(s):

The amendment(s) were adopted by the Board of Directors without shareholder action and shareholder action was not required.

Signed this February 28th, 2007


Griselda Llabre
President

Having been made initial registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.


Griselda Llabre