

# P97000092345

## TRANSMITTAL LETTER

JULY 1<sup>ST</sup> 2000

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P. O. BOX 6327  
TALLAHASSEE, FL. 32314

000003323800--7  
-07/14/00--01079--013  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: **BRASIL TELECOMM SERVICES, CO.  
CORPORATE AMENDMENT**

ENCLOSED IS AN ORIGINAL AND ONE (1) COPY OF THE AMMENDMENT TO  
THE ARTICLES OF INCORPORATION AND A CHECK FOR: **\$35.00 FILING FEE  
& CERTIFICATE.**

FROM: **UBIETA, INC.**  
8201 NORTH WEST 66<sup>TH</sup> STREET  
SUITE 3  
MIAMI, FLORIDA 33166

**FILED**  
00 JUL 14 PM 3:28  
DEPT. OF STATE  
TALLAHASSEE, FLORIDA

NOTE: PLEASE PROVIDE THE ORIGINAL AND ONE COPY OF THE ARTICLES

*Amend  
7-24-00  
PMS  
SP*

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
BRASIL TELECOMM SERVICES, CO.  
P97000092345**

PURSUANT TO THE PROVISIONS OF SELECTION 607.1006, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

**FIRST:  
AMENDMENT ADOPTED:**

1 -- THE NEW BOARD OF DIRECTORS FOR THIS CORPORATION IS:

**ADILSON NOGUEIRA**  
PRESIDENT, SECRETARY, DIRECTOR & REGISTERING AGENT

**JOAO GOMES PAULA DOMINGUES AMARAL**  
VICE-PRESIDENT & DIRECTOR

**LUIS JOSE LOPES RAMALHO**  
VICE-PRESIDENT & DIRECTOR

**PEDRO GOMES PAULA DOMINGUES AMARAL**  
VICE-PRESIDENT & DIRECTOR

**PRISCILA SCABELL HOHN BUCSKY**  
VICE-PRESIDENT & DIRECTOR

**PRINCIPAL & MAILING ADDRESS:**  
8249 NORTH WEST 36<sup>TH</sup> STREET  
SUITE 214  
MIAMI, FLORIDA 33166

**FILED**  
00 JUL 14 PM 3:28  
TALLAHASSEE, FLORIDA  
STATE DEPT OF STATE

**SECOND:**

IF AN AMENDMENT PROVIDES FOR AN EXCHANGE, RECLASSIFICATION OR  
CANCELLATION OF ISSUED SHARES, PROVISIONS FOR IMPLEMENTING THE AMENDMENT  
IF NOT CONTAINED IN THE AMENDMENT ITSELF, ARE AS FOLLOW:

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF:  
BRASIL TELECOMM SERVICES, CO.  
PREPARED BY: GUILLERMO UBIETA, JR.  
8201 NORTH WEST 66<sup>TH</sup> STREET SUITE 3 & 4 MIAMI, FL. 33166 (305) 597-4511

**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
BRASIL TELECOMM SERVICES, CO.**

**THIRD:**

THE DATE OF EACH AMENDMENT'S ADOPTION: **JUNE 19<sup>TH</sup> 2000.**

**FOURTH:**

**ADOPTIONS OF AMENDMENTS:**

  X   THE AMENDMENT(s) WAS/WERE ADOPTED BY THE INCORPORATORS OR BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

       THE AMENDMENT(s) WAS/WERE APPROVED BY THE SHAREHOLDERS. THE NUMBER OF VOTES CAST FOR THE AMENDMENT(s) WAS/WERE SUFFICIENT FOR THE APPROVAL.

       THE AMENDMENT(s) WAS/WERE APPROVED BY THE SHAREHOLDERS THROUGH VOTING GROUPS.

(THE FOLLOWING STATEMENT MUST BE SEPARATELY APPROVED FOR EACH VOTING ENTITLED TO VOTE SEPARATELY ON THE AMENDMENT(s).)

THE NUMBER OF VOTES CAST FOR THE AMENDMENT(s) WAS/WERE SUFFICIENT FOR APPROVAL BY: \_\_\_\_\_

(Voting group)

SIGNED THIS 19<sup>TH</sup> DAY OF JUNE, 2000.

**BRASIL TELECOMM SERVICES, CO.**

BY: \_\_\_\_\_



(Chairman or Vice-Chairman of the Board of Directors, President or other officer if adopted the shareholders)

Typed or printed name: **ADILSON NOGUEIRA**  
Title: **INCORPORATOR \ DIRECTOR**

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF:  
BRASIL TELECOMM SERVICES, CO.  
PREPARED BY: GUILLERMO UBIETA, JR.  
8201 NORTH WEST 66<sup>TH</sup> STREET SUITE 3 MIAMI, FL. 33166 (305) 597-4511

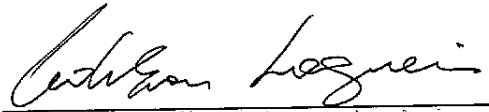
**ARTICLES OF AMENDMENT TO  
ARTICLES OF INCORPORATION OF  
BRASIL TELECOMM SERVICES, CO.  
CERTIFICATE DESIGNATING THE ADDRESS AND AN  
AGENT UPON WHOM PROCESS MAY BE SERVED**

**WITNESSETH:**

THAT **BRASIL TELECOMM SERVICES, CO.**, DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA, WHICH WILL HAVE ITS PRINCIPAL OFFICE IN THE COUNTY OF MIAMI-DADE, STATE OF FLORIDA, HAS APPOINTED **ADILSON NOGUEIRA** AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN THE STATE.

**ACKNOWLEDGMENT:**

HAVING BEEN NAMED BY THE FIRST BOARD OF DIRECTORS OF **BRASIL TELECOMM SERVICES, CO.**, TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY OF **REGISTERED AGENT** FOR SAID CORPORATION, AND AGREE TO COMPLY WITH THE APPLICABLE PROVISION OF THE FLORIDA STATUTES, THIS 19<sup>TH</sup> DAY OF JUNE, 2000.



**ADILSON NOGUEIRA**  
Registered Agent

8249 NORTH WEST 36<sup>TH</sup> STREET SUITE 218 MIAMI, FLORIDA 33166

STATE OF FLORIDA )  
COUNTY OF DADE )

**FILED**  
00 JUL 14 PM 3:28  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

BEFORE ME, A NOTARY PUBLIC AUTHORIZED TO TAKE ACKNOWLEDGMENTS IN STATE AND COUNTY SET FORTH ABOVE, PERSONALLY APPEARED **ADILSON NOGUEIRA**, FLORIDA, KNOWN TO ME TO BE THE PERSON WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED SAME.

IN WITNESS WHEREOF, I HAVE HEREUNDER SET MY HAND AND AFFIXED MY OFFICIAL SEAL, IN THE STATE AND COUNTY AFORESAID THIS 19<sup>TH</sup> DAY OF JUNE, 2000.

  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE



Guillermo Ubieta  
Commission # CC 925945  
Expires April 21, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

My commission expires:

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF:  
BRASIL TELECOMM SERVICES, CO.  
PREPARED BY: GUILLERMO UBIETA, JR.  
8201 NORTH WEST 66<sup>TH</sup> STREET SUITE 3 & 4 MIAMI, FL. 33166 (305) 597-4511