

Filing Fee: \$50.00
(See footnote below)

ID Number:

103469



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS
Office of the Secretary of State
Corporations Division

LIMITED LIABILITY COMPANY

AMENDMENT TO
APPLICATION FOR REGISTRATION
(To Be Filed In Duplicate)

Pursuant to the provisions of Section 7-16-52 of the General Laws, 1956, as amended, the undersigned foreign limited liability company hereby (*check one box only*) corrects or amends its Application for a Certificate of Registration to transact business in the State of Rhode Island, and for that purpose submits the following statement:

1. The name of the limited liability company is:

Telmex/Sprint Communications, L.L.C.

2. The statements in the application for registration were inaccurate when made or a change has occurred as follows:

The name of the limited liability company is:

Telmex USA, L.L.C.

The mailing address for the limited liability company is:

9444 Farnham, Suite 200, San Diego, CA 92123

Under penalty of perjury, I declare and affirm that I have examined this Amendment to Application for Registration and that all statements contained herein are true and correct.

Dated: October 8th, 1999

Telmex USA, L.L.C.

(Exact Name of Limited Liability Company)

By Luis Lopez, COO

Telmex International Ventures USA Inc., MEMBER
its

(To be signed by a person with authority to do so under the laws of the state or other jurisdiction of its organization)

FILED

NOV 02 1999

By CC#43
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Filing fee footnote

If the purpose of this amendment is solely to indicate a change in managers pursuant to Section 7-16-52, the filing fee shall be \$10.00.

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AMENDMENT TO CERTIFICATE OF FORMATION

OF

TELMEX/SPRINT COMMUNICATIONS, L.L.C.

Pursuant to Section 18-202 of the Delaware Limited Liability Company Act, the Certificate of Formation of Telmex/Sprint Communications, L.L.C. granted February 27, 1997 is amended as follows:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company" is:

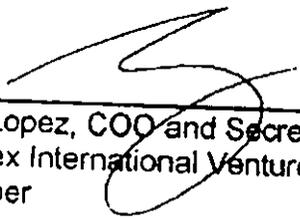
Telmex/Sprint Communications, L.L.C.

is amended to read:

FIRST: The name of the limited liability company (hereinafter called the "limited liability company" is:

Telmex USA, L.L.C.

Executed on August 11, 1999



Luis Lopez, COO and Secretary
Telmex International Ventures USA, Inc.
Member