



AMENDMENT OF REGISTRATION OF FOREIGN LIMITED LIABILITY COMPANY

(Instructions on back of application)

05 OCT 28 AM 11:37

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the foreign limited liability company prior to this amendment is:

SK-EarthLink, LLC

2. If the foreign limited liability company was required to adopt an assumed name in order to register in Idaho, the name the foreign limited liability company used in Idaho is:

3. The application for registration in Idaho was filed on: July 13, 2005

4. The foreign limited liability company's registration is amended as follows:
(check one or more)

a. The name of the limited liability company has been changed to:

Helio LLC

If the new name is not available or permissible in Idaho, the name to be used in Idaho is: HELIO (Delaware) LLC

b. Other amendment: _____

5. Signature of authorized person:

Signature _____

Typed Name Todd Tappin

Capacity CFO of HELIO, Inc., Manager

Secretary of State use only

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Revised 09/2002

IDAHO SECRETARY OF STATE
10/28/2005 05:00
CK: 7160597 CT: 16058 BH: 919399
1 @ 30.00 = 30.00 FOR LLC AM # 2

W 41058

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "SK-EARTELINK LLC", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "HELIO LLC", THE TWENTY-FOURTH DAY OF OCTOBER, A.D. 2005, AT 1:46 O'CLOCK P.M.

AND I DO HEREBY FURTHER CERTIFY THAT THE AFORESAID LIMITED LIABILITY COMPANY IS DULY FORMED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL EXISTENCE NOT HAVING BEEN CANCELLED OR DISSOLVED SO FAR AS THE RECORDS OF THIS OFFICE SHOW AND IS DULY AUTHORIZED TO TRANSACT BUSINESS.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL TAXES HAVE NOT BEEN ASSESSED TO DATE.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 4252248

DATE: 10-26-05

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