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Public Reporting Burden. Public reporting burden for this collection of information is estimated to average 1.5 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Criminal Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant  GoodWorks International LLC	2. Registration No.  5414
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3. This amendment is filed to accomplish the following indicated purpose or purposes:

- To give a 10-day notice of change in information as required by Section 2(b) of the Act.
- To correct a deficiency in
  - Initial Statement
  - Supplemental Statement for the period ending September 30, 2006
  - Other purpose (specify) \_\_\_\_\_
- To give notice of change in an exhibit previously filed.

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4. If this amendment requires the filing of a document or documents, please list-

An amended Annex III, "Activities developed on behalf of the Government of Turks & Caicos," is attached.

5. Each item checked above must be explained below in full detail together with, where appropriate, specific reference to and identity of the item in the registration statement to which it pertains. (If space is insufficient, a full insert page must be used.)

Annex III is modified to make clear that the event held in Atlanta on September 23, 2006 was a promotion for the Turks & Caicos film festival, and that the festival itself was held in T&C in the following month.

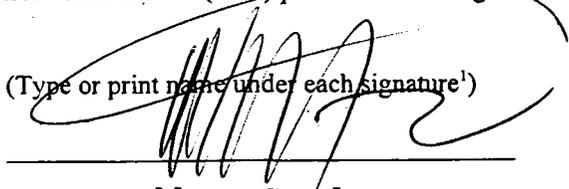
**EXECUTION**

In accordance with 28 U.S.C. § 1746, the undersigned swear(s) or affirm(s) under penalty of perjury that he/she has (they have) read the information set forth in this registration statement and the attached exhibits and that he/she is (they are) familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her (their) knowledge and belief, except that the undersigned make(s) no representation as to the truth or accuracy of the information contained in the attached Short Form Registration Statement(s), if any, insofar as such information is not within his/her (their) personal knowledge.

(Date of signature)

7/13/07

(Type or print name under each signature<sup>1</sup>)



Wallace Ford

Executive Vice President

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<sup>1</sup> This statement shall be signed by the individual agent, if the registrant is an individual, or by a majority of those partners, officers, directors or persons performing similar functions, if the registrant is an organization, except that the organization can, by power of attorney, authorize one or more individuals to execute this statement on its behalf.

**Annex III – GoodWorks International LLC (5414)**  
**Period Ending September 30, 2006**

Activities Developed on Behalf of the Government of Turks & Caicos

During the most recent quarter, GWI assisted the GOTC in planning promotions for the Turks and Caicos Film Festival scheduled to be held in Turks & Caicos October 17–23, 2006.

In particular, GWI facilitated the visit of Premier Michael Misick and First Lady Mrs. Misick to a gala reception at the World Trade Center in Atlanta, Georgia on Saturday, September 23, 2006, to promote the Film Festival. That event was attended also by the Minister of Tourism of T&C, the Director of Tourism, the Director of TCInvest (the investment promotion agency), representatives of the private sector and civil society, and media representatives from the Caribbean and the United States. The latter included reporters from the Atlanta Journal Constitution, 11 Alive WXIA TV, Atlanta City Hall's Office of Communications, The Atlanta Daily World, PBS, and the National Association of Black Journalists.