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LIMITED LIABILITY AMENDMENT
TROPICAL WIND CARGO INTERNATIONAL, LLC

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**ARTICLES OF AMENDMENT
TO THE ARTICLES OF ORGANIZATION OF
TROPICAL WIND CARGO INTERNATIONAL, LLC
FILED NOVEMBER 21, 2003**

FILED
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JULIENNE INCORPORATIONS
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 608.411, Florida Statutes, this Florida limited liability company adopts the following Articles of Amendment to its Articles of Organization:

ARTICLE THREE

The name of the Company's Registered Agent is FERNANDO RUIZ. The street address of the Company's Registered Agent is 8305 NW 27 Street, Miami, FL 33122.

ARTICLE FOUR - MANAGEMENT

The Company will be managed by one or more managers, and is therefore, a manager-managed company.

The name and address of the managers of the company are:

NAME	ADDRESS
FERNANDO RUIZ	8305 NW 27 Street, Suite 103 Miami, FL 33122
EDUARDO LI SANCHEZ	Colegio Don Bosco, 200 metros oeste, 25 metros al norte, Zapote, San Jose, Costa Rica.
MALLY CHAVES CAMACHO	Colegio Don Bosco, 200 metros oeste, 25 metros al norte, Zapote, San Jose, Costa Rica.

ARTICLE FIVE - MEMBERS

The Company is to have one or more members. The name and addresses of the members of the company are:

EDUARDO LI SANCHEZ	Colegio Don Bosco, 200 metros oeste, 25 metros al norte, Zapote, San Jose, Costa Rica.
MALLY CHAVES CAMACHO	Colegio Don Bosco, 200 metros oeste, 25 metros al norte, Zapote, San Jose, Costa Rica.

This amendment was approved by the members of the company on September 24, 2004.

IN WITNESS WHEREOF, the undersigned do hereby set their hands and seals.

DATED this 24 day of September 2004.



Fernando Ruiz
Manager

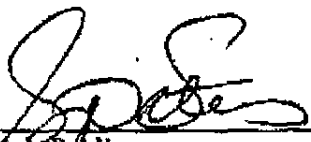


Eduardo Li Sanchez
Managing Member

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

On this day personally appeared before me, by Fernando Ruiz, Manager, and EDUARDO LI SANCHEZ, as Managing Member of TROPICAL WIND CARGO INTERNATIONAL, LLC a Florida Limited Liability Company, whom I personally know or who provided personally known as identification and who executed the above Articles of Amendment on behalf of the company.

WITNESS, my hand and official seal this 24 day of September 2004.



Notary Public

My Commission expires:



George M. Stamatidis
My Commission EDP10822
Expires June 04, 2006

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TALLAHASSEE, FLORIDA