POLOCOUNTING & TAX &VC.

221 EAST 9TH. ST. HIALEAH, FL 33010

TIL (305) 884-0009 FAX (305) 883-8945

December 31, 2001.

00004751517--9 -01/04/02-01049-008 *****35.00 *****35.00

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

Enclosed please find the Amendments for Articles of Incorporation for FRANCO'S MOVING CORPORATION a for profit corporation, I am also including a check to cover the filing expenses.

We will appreciate very much a prompt processing of this corporation. If you have any questions please do not hesitate to get in touch with me. Please direct all processed corporation documents or questions to the above address and phone number, thank you.

Yours truly,

Juan D. Calvo, P.A

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ECRETARY OF STATE
I LAHASSFF FLORIO

Amend

T BROWN JAN 3 1 2002



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 11, 2002

JUAN D. CALVO, P.A. COMPU-ACCOUNTING & TAX SVC. 221 EAST 9TH STREET HIALEAH, FL 33010

SUBJECT: FRANCO'S MOVING CORPORATION

COMECTED

Ref. Number: P01000015219

We have received your document for FRANCO'S MOVING CORPORATION and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The incorporator(s) cannot be amended or changed. Please correct your document accordingly.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

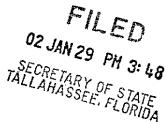
If you have any questions concerning the filing of your document, please call (850) 245-6869.

Teresa Brown Corporate Specialist

Letter Number: 902A00001663

DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



FRANCO'S MOVING CORPORATION

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE FIVE. OFFICES DIRECTORS.

Should read:

The Name and street address of the initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected are:

Name Title Address
MARTHA V. BURKE P/T/D 19370 Collins Ave. Ste. 1426 Sunny Island, FL 33160
MIGUEL BENAVIDEZ VP/S/D 19370 Collins Ave. Ste. 1426 Sunny Island, FL 33160

CERTIFICATE OF RESIDENT AGENT.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act: FRANCO'S MOVING CORPORATION organized under the laws of the STATE OF FLORIDA, with its principal office located at 19370 Collins Ave. Ste. 1426 Sunny Island, FL 33160 County of Miami-Dade, State of Florida, 33160, has named MARTHA V. BURKE, located at 19370 Collins Ave. Ste. 1426 Sunny Island, FL 33160, as its agent to accept service of process within this state. Thereby am familiar with and accept the duties and responsibilities as register agent for said corporation.

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 follows:

THIRD:	The date of each amendment's adoption: December 28, 2001
FOURTE	I: Adoption of Amendment(s) (CHECK ONE)
	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
	The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group 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 "
	Tomis Brown
C	The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
E	The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.
	Signed this
Signature	Maruke.
8	(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)
	OR
	(By a director if adopted by the directors)
	OR
	(By an incorporator if adopted by the incorporators)
	MARTHA V. BURKE
	Typed or printed name PRESIDENT

Title