

P95000003950

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00 FEB 14 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. A & P CONSULTING TRANSPORTATION  
(Corporation Name) (Document #)

2. ENGINEERS CORP.  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

Walk in  Pick up time 2:00

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Photocopy

Certificate of Status

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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

G. COULLETTE FEB 14 2000

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Examiner's Initials

AMENDMENT TO ARTICLES OF INCORPORATION OF  
A & P CONSULTING TRANSPORTATION ENGINEERS CORP.

The undersigned, CARLOS HENRIQUE PEREZ, as President, Secretary and Director of A & P CONSULTING TRANSPORTATION ENGINEERS CORP., a Florida corporation, hereby files the following Amendment to the Articles of Incorporation, and states as follows:

1. The name of the corporation is A & P CONSULTING TRANSPORTATION ENGINEERS CORP., a Florida corporation, incorporated on January 17, 1995, Charter Number P95000003950.

2. The Amendment to the Articles of incorporation is:

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding any one-time is:

100 Shares of \$10.00 par value.

A & P CONSULTING TRANSPORTATION ENGINEERS CORP.

By:   
Carlos Henrique Perez, President,  
Secretary, and Director

STATE OF FLORIDA )  
:  
COUNTY OF DADE )

BEFORE ME, the undersigned authority, personally appeared CARLOS HENRIQUE PEREZ, as President, Secretary and Director of A & P CONSULTING TRANSPORTATION ENGINEERS CORP., a Florida corporation, who, being by me first duly sworn, acknowledge before me that he has executed the foregoing AMENDMENT TO ARTICLES OF INCORPORATION in the stated capacities, and for the purposes therein expressed.

WITNESS my hand and official seal, at Miami, Dade County, Florida this 10th day of February, 2000.

  
Notary Public, State of Florida at Large

My Commission Expires:

CARLOS HENRIQUE PEREZ  
Florida Driver's License

P620-108-59-373-0

JESUS O. CERVANTES  
Notary Public, State of Florida  
My comm. exp. Nov. 2, 2002  
Comm. No. CC787603

FILED  
00 FEB 14 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SPECIAL JOINT MEETING OF STOCKHOLDER AND DIRECTORS OF  
A & P CONSULTING TRANSPORTATION ENGINEERS CORP.

A Special Joint Meeting of Stockholder and Directors of A & P CONSULTING TRANSPORTATION ENGINEERS CORP., a Florida corporation, was held at the offices of the corporation, on this 10<sup>th</sup> day of February, 2000, CARLOS HENRIQUE PEREZ, acting as Chairman, called the meeting to order and directed the roll of Stockholders and Directors be called. The following Stockholder and Directors answered present:

CARLOS HENRIQUE PEREZ

being all of the Stockholders and Directors of the corporation.

A written Waiver of Notice of the Meeting, signed by all of the Stockholders and Directors was presented and read and same was ordered filed and spread at length upon the Minutes of the Meeting.

The Chairman announced to the Meeting that the following changes are to be made:

a) An amendment to the Articles of incorporation be as follows:

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding any one-time is:

100 Shares of \$10.00 par value.

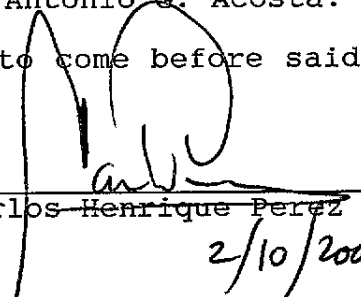
b) That the 20 shares of stock at \$50 par value shall be voided and nullified.

c) That 100 shares of \$10.00 par value shall be reissued.

d) That from the reissued 100 shares at \$10.00 par value, 50 shares be issued in the name of Carlos Henrique Perez.

e) That from the reissued 100 shares at \$10 par value, 50 shares shall be issued in the name of Antonio G. Acosta.

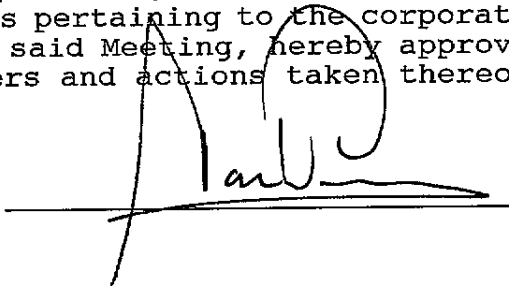
There being no further business to come before said meeting the same was duly adjourned.

  
\_\_\_\_\_  
Carlos Henrique Perez

2/10/2000.-

WAIVER OF NOTICE OF  
SPECIAL JOINT MEETING OF STOCKHOLDER AND DIRECTORS OF  
A & P CONSULTING TRANSPORTATION ENGINEERS CORP.

I, the undersigned, being the Stockholder and Director of A & P CONSULTING TRANSPORTATION ENGINEERS CORP., a Florida corporation, do hereby waive any and all notices of such Meeting of said corporation, and do hereby consent that the 10<sup>th</sup> day of February, 2000, at 10:00 A.M., as the time and the office of the corporation as the place for holding of same, and do hereby consent that any and all matters and business pertaining to the corporation may be considered and voted upon at said Meeting, hereby approving and adopting any and all such matters and actions taken thereon.

A handwritten signature in black ink, appearing to be "Paul", is written over a horizontal line. The signature is stylized and somewhat cursive.