

P96000087716

Florida Department of State
Division of Corporations
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BASIC AMENDMENT

ANDEAN EXPORT IMPORT, INC.

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 25, 2002

ANDEAN EXPORT IMPORT, INC.
7951 SW 40TH ST.
MIAMI, FL 33166

SUBJECT: ANDEAN EXPORT IMPORT, INC.
REF: P96000087716

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FAX Aud. #: H02000217151
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(((H02000217161)))

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TALLAHASSEE, FLORIDA

AMENDMENT TO THE ARTICLES OF
INCORPORATION
OF
ANDEAN EXPORT IMPORT, INC.

DCC# P96000087716

'BEFORE ME, the undersigned authority, this day personally appeared Victor Pancorvo, Victor Relayze, and Eduardo Sattui who first by me being duly sworn deposes and says:

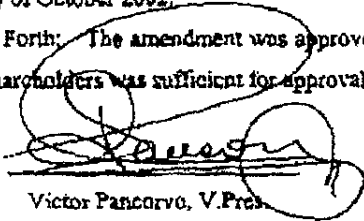
That pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

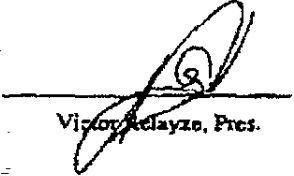
First: Be it amended that the original Article of Incorporation have been changed to delete Victor Pancorvo as Vice-president/Director of the company.


Second: Be it amended that the corporations officers are hereby changed and shall hereafter be known as Victor Relayze President/Treasurer/Director and Eduardo Sattui Vice-president/Secretary/Director of the company.

Third: The date of the change of officers shall be effective on the date filed in the Office of the Secretary of State, Division of Corporations, State of Florida. This is adopted the 22nd day of October 2002.

Forth: The amendment was approved by the shareholders. The number of votes cast by the shareholders was sufficient for approval.


Victor Pancorvo, V.Pres.


Victor Relayze, Pres.


Eduardo Sattui, Sec.

P020000 92318

Florida Department of State
Division of Corporations
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From:
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Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

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TALLAHASSEE, FLORIDA

BASIC AMENDMENT
FRIENDSHIP LINES, INC.

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DIVISION OF CORPORATIONS

Certificate of Status	1
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Page Count	04
Estimated Charge	\$43.75

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

October 24, 2002

FRIENDSHIP LINES, INC.
1180 GATOR TRAIL
WEST PALM BEACH, FL 33409

SUBJECT: FRIENDSHIP LINES, INC.
REF: P02000092318

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Darlene Connell
Document Specialist

FAX Aud. #: H02000216992
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ARTICLES OF AMENDMENT

Article I. Name

The name of this Florida corporation is Friendship Lines, Inc.

Article II. Amendment

The Articles of Incorporation of the Corporation are amended so that the name of the Corporation is changed from Friendship Lines, Inc. to FriendShip Lines USA, Incorporated

Article III. Date Amendment Adopted

The amendment set forth in these Articles of Amendment was adopted on the date shown below.

Article IV. Shareholder Approval of Amendment

The amendment set forth in these Articles of Amendment was proposed by the Corporation's Board of Directors and approved by the shareholders by a vote sufficient for approval of the amendment.

The undersigned executed this document on the date shown below.

Friendship Lines, Inc.

By: Ralph Belfiore

Name: Ralph Belfiore

Title: President

Date: October 4, 2002

Horr, Novak, & Skipp, P.A.
One Datan Center, Suite 1104
9100 S. Dadeland Boulevard
Miami FL 33156
305-670-2525

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