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AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

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AMERICAN FAST CARGO WORLDWIDE INC.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AMERICAN FAST CARGO WORLDWIDE INC.

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 adopted:

ARTICLE VI

The Board of Directors shall consist of a total of one persons and the names and addresses of the persons who are to serve as directors are:

Jorge Venegas
7339 NW 54 St
Miami, Fl 33166

ARTICLE VIII

The names of the shares of common stock and the number of shares of stock each agrees to take are as follows:

Jorge Venegas 100 shares

ARTICLE IX

The names, addresses, and offices of the Officers who will serve until the first election or appointment under these Articles of Incorporation are:

Jorge Venegas
7339 NW 54 St
Miami, Fl 33166
President/Treasurer/Secretary

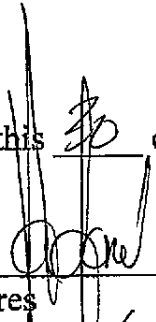
SECOND: The Shares of stock that were originally issued to Mr. Angel Soler have been cancelled as he has resigned from the corporation and is no longer associated in any way with the corporation.

THIRD: The date of each amendment's adoption: Nov 20, 1999

FOURTH: Adoption of Amendments:

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 20 day of Nov, 99.



Signatures

JORGE KENGAS

Typed or printed names

PRESIDENT

Title

