

P98000000239

Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850) 922-4000

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

ACES PICK-UP & DELIVERY SERVICES INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

Amendment
DC 02-15-99

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Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

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DIVISION OF CORPORATIONS

BASIC AMENDMENT

ACES PICK-UP & DELIVERY SERVICES INC.

Certificate of Status	0
Certified Copy	0
Page Count	02
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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

ACES PICK-UP & DELIVERY SERVICES INC.
(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)*

The articles of incorporation shall be amendment to delete Daniel Laviosa and Alejandro Rahn

Article V The names and addresses of the officers and directors are:

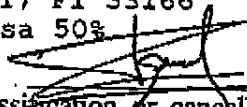
Pres./ Director: Ignacio Laviosa 8526 NW 70th St. Miami, Fl 33166

V-P / Director: Juan Diego Amador 8526 NW 70 St Miami, FL 33166

The name and address of the registered agent is:

Ignacio Laviosa 8526 NW 70th St. Miami, Fl 33166

Shareholders : Juan Diego Amador 50% Ignacio Laviosa 50%

I accept the designation as registered 

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:

Juan Diego Amador 50% of the shares

Ignacio Laviosa 50% of the shares

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THIRD: The date of each amendment's adoption: 02-02-99

FOURTH: 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.

Prepared by: Ignacio Laviosa
8526 NW 70th St.
Miami, Fl 33166
(305) 718-3899

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

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 12th day of February, 19

Signature  _____
(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)

(Pres.) Ignacio Laviosa and Juan Diego Amador (V-P)
Typed or printed name

Director, Director
Title