AFT TRANSPORTATION INC

3086 Jog Road, Greenacres, Florida 33467

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

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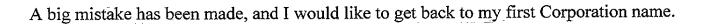
Whom it may concern,

On August 24, 1998 the name of:

AFT TRANSPORTATION INC.

Has been change for

AFT PROMOTION; INC

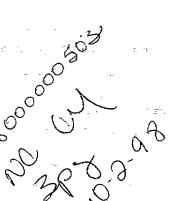


If you have any questions, please feel free to contact me at 561-642-7570 or write to: 3086 Jog Road, Greenacres, FL 33467

Thank you for your understanding,

Claudette Rivard,

President



ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

AFT PROMOTIONS 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)

AFT TRANSPORTATION INC.

98 OCT -2 PM 2: 32
SECRETARY OF STATE A

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:
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.
	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 byvoting group
	shareholder action was not required.
	shareholder action was not required.
	Signed this day 1 of OCTOBER , 19 98 FS
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)
	CLAUDETTE RIVARD
	Typed or printed name
	PRESIDENT
	Title