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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 28, 2009

MTA HOLDINGS, INC.
2828 SW 22ND STREET
#304
MIAMI, FL 33145US

SUBJECT: MTA HOLDINGS, INC.
REF: S86714

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The date of adoption of each amendment must be included in the document.

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Teresa Brown
Regulatory Specialist II

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ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF
MTA HOLDINGS, INC.

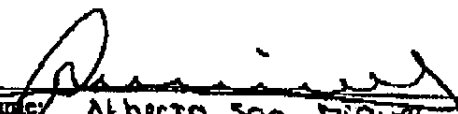
Pursuant to the Florida Business Corporation Act, Article III of the Articles of Incorporation of MTA HOLDINGS, INC., a Florida corporation, filed on October 11, 1991, under document number S86714, hereinafter referred to as the "Corporation", is hereby amended by adding the following provisions:

Anti-dilution Protection. Notwithstanding anything to the contrary contained in these Articles of Incorporation, the Company shall not authorize or issue any additional common stock, class of stock, stock split or stock repurchase which results in a different number of shares of any class or classes of capital stock, whether by recapitalization, reclassification or otherwise, unless the same percentage ownership interests of the shareholders immediately prior to any such change to the capital stock shall continue to be maintained after giving effect to any such change. For purposes of this provision, the term "percentage ownership interests" shall mean and include, without limitation, the percentage interests of the shareholders in the profits and losses, distributions and liquidation proceeds of the Company and the voting and consent rights accorded to shareholders as provided elsewhere in the Articles of Incorporation and By-Laws of the Company."

In accordance with Section 607.0123(1)(b) of the Florida Business Corporation Act, this Amendment shall be effective as of the date of filing of this Amendment.

The foregoing Amendment to the Articles of Incorporation of the Corporation was adopted on January 27, 2009 by the board of directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned officer of the Corporation has executed these Articles of Amendment this 27th day of January, 2009.


Name: Alberto San Miguel
Title: President

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