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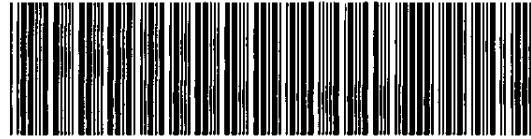
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

TB 1-18-11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Alpha Cargo Airlines, Inc.

DOCUMENT NUMBER: K10351

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Alicia Medina

Name of Contact Person

Jarvis & Associates, P.A.

Firm/ Company

1430 South Dixie Highway

Address

Coral Gables, Florida 33146

City/ State and Zip Code

am@jarvislaw.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Alicia Medina

Name of Contact Person

at (305)

448-4848

Area Code & Daytime Telephone Number

Enclosed is a check for the following amount made payable to the Florida Department of State:

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☐ \$52.50 Filing Fee
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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ALPHA CARGO AIRLINES, INC.**

FILED
2011 JAN 10 AM 10:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.

The name of the corporation is Alpha Cargo Airlines, Inc. (the "Corporation").

II.

Article I of the Amended and Restated Articles of Incorporation of the Corporation is hereby amended to read in its entirety as follows:

ARTICLE I – NAME AND ADDRESS

The name of the Corporation is Alpha Cargo Airlines, Inc. The address of the principal office and the mailing address of this Corporation 1951 NW 68th Ave, Bldg 706, Suite 237, Miami, FL 33126.

This Amendment to the Articles of Incorporation was duly adopted pursuant to Section 607.1003 of the Florida Business Corporation Act by the unanimous resolution of the Board of Directors and the holders of all of the issued and outstanding shares of Common Stock of the Corporation, effective as of the close of business the 29th day of December, 2010.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be executed effective as of the close of business the 29th day of December 2010.

By: _____

Name: Carlos Donado

Title: President