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	MIAMI TRANSIT SY	STEMS, INC.	
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ARTICLES OF AMENDMENT

SECRETARY OF STATE TALLAHASSEE. FLORIDA

TO ARTICLES OF INCORPORATION OF

MIAMI TRANSIT SYSTEMS, INC.

(Present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this 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)

ARTICLE VII: New Registered Agent

CONCEPCION GIL 30620 SW 153 AVENUE HOMESTEAD FL 33033

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Régistered Agent Signature

ARTICLE VIII:

DIRECTORS

(DELETE)

RENE A GIL

(CHANGE)

CONCEPCION GIL

as PRESIDENT

30620 SW 153 AVENUE

HOMESTEAD FL 33033

(ADD)

TANIA GIL

as SECRETARY

30620 SW 153 AVENUE

HOMESTEAD FL 33033

SECOND:

If an amendment provides for an exchange, reclassification or

cancellation.

Issued shares, provisions for implementing the amendment if not contained

in the amendment itself, are as follows:

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RENE A GIL shall hold 40% of the shares of mentioned corporation. CONCEPCION GIL shall hold 33% of the shares of mentioned corporation. ABRAHAM GIL shall hold 6.75% of the shares of mentioned corporation. TANIA GIL shall hold 6.75% of the shares of mentioned corporation. AMARILYS GIL shall hold 6.75% of the shares of mentioned corporation. CONRADO GIL shall hold 6.75% of the shares of mentioned corporation.

THIRD:	The date of each amendment's adoption: 08/15/2006		
FOUTH:	Adoption of Amendment(s) (check one):		
	The amendment(s) was/were adopted by the incorporates without shareholder action and shareholder action was not required. The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required. X 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 group entitled to vote separately, on the amendment(s). The number of votes cast for the amendment(s) was/were sufficient for approval by		

Signed this 15th day of August 2006.

(By the Chairman of the Board of Directors, President or other officer if adopted by the sharcholder's)

OR

(By a director if adopted by the directors)

OR

(By an incorporated if adopted by the incorporates)

CONCEPCION GIL

Typed or printed name

PRESIDENT

Title