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Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number: 072450003255 Phone (305) 541-3694 Fax Number : (305)541-3770

1 of 2

P.02/04

BASIC AMENDMENT

PAN AMERICAN CARGO, INC.

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

PAN AMERICAN CARGO, INC. 8025 NW 36 STREET STE 302 MIAMI, FL 33166

SUBJECT: PAN AMERICAN CARGO, INC.

REF: P00000020115

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Darlene Connell Corporate Specialist FAX Aud. #: H00000043695 Letter Number: 700A00044707 H00000043695

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PAN AMERICAN CARGO, INC.



PURSUANT TO THE PROVISIONS OF SECTION 607.1006, FLORIDA STATUES THIS CORPORATION ADOPTS THE FOLLOWING ARTICLES OF AMENDMENT TO ITS ARTICLES OF INCORPORATION.

FIRST: AMENDMENT (S) ADOPTED:

ARTICLE VII

THIS CORPORATION SHALL HAVE FOUR DIRECTORS. THE NUMBERS OF DIRECTORS MAY BE INCREASED, OR DIMINISHED, FROM TIME TO TIME, BY BY-LAWS ADOPTED BY THE STOCKHOLDERS.

SILVIA LUCIA MEIZOSO

ALEJANDRO MARCELO VIDELA

VALERIA ALEJANDRA CERRRUDO

ESTEBAN LUIS NEYRA

ARTICLE VIII

BOARD MEMBERS

NAME

TITLE

SILVIA LUCIA MEISOZO VALERIA ALEJANDRA CERRUDO ESTEBAN LUIS NEYRA PRESIDENT VICE-PRESIDENT

ESTEBAN LUIS NEYRA TRE
ALEJANDRO MARCELO VIDELA SEC

TREASURER SECRETARY

SECOND: THE DATE OF EACH AMENDMENT'S ADOPTION IS AUGUST 18, 2000.

DOCUMENT PREPARED BY:

CORDERO C.P.A.

8025 N. W. 36 STREET STE 302

MIAMI, FL 33175

THIRD: ADOPTION OF AMENDMENT.

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(X) THE AMENDMENT WAS ADOPTED BY THE BOARD OF DIRECTORS WITHOUT SHAREHOLDER ACTION AND SHAREHOLDER ACTION WAS NOT REQUIRED.

SIGNED THIS 18 DAY OF AUGUST, 2000

SIGNATURE

(by the chairman or vice chairman of the board of directors, president or other

officer if adopted by its shareholders)

SIE TA LUCIA MEIZOSO

PRESIDENT- DIRECTOR
Title

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