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Florida Department of State  
Division of Corporations  
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Account Name : GENESIS ACCOUNTING SERVICES, CORP.  
Account Number : I20000000018  
Phone : (954)420-0051  
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## BASIC AMENDMENT

N.A. &amp; ANDRADE AUTO TRANSPORT, CORP.

Certificate of Status	1
Certified Copy	0
Page Count	07
Estimated Charge	\$43.75

*Amendment*  
12-3-01/1/29/01

Audit Number (((H01000117810 1)))

FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

RE: AMENDMENT OF ARTICLES

Profit Corporation: N.A. & ANDRADE AUTO TRANSPORT, CORP.

To whom it may concern,

We are sending the Amendment of the Articles of our Incorporation. We would like to ask you for a Certificate of Status, after the Amendments are registered.

We are including the Fees at the amount of US\$ 43.75.

Sincerely,



N.A. & ANDRADE AUTO TRANSPORT, CORP.  
Nazare T. Andrade  
President  
2412 Abby Drive # 103  
Kissimmee, FL 34741

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

N.A. & ANDRADE AUTO TRANSPORT, CORP.

(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:

October 31, 2001.

First : Amendment(s) adopted: AMENDED.

ARTICLE II - PRINCIPAL OFFICE

ARTICLE III - SHARES

ARTICLE IV - REGISTERED AGENT AND STREET ADDRESS

ARTICLE V - INCORPORATOR

Second : Amendment adopted: ADDED.

ARTICLE VI - BOARD OF DIRECTORS / SUBSCRIBERS.

ARTICLE VII - OFFICERS

ARTICLE VIII - AMENDMENT

ARTICLE IX - LIMITATIONS ON CORPORATE STOCK

ARTICLE X - POWER OF CORPORATION

ARTICLE XI - INDEMNIFICATION

ARTICLE XII - DISSOLUTION

ARTICLE XIII - REGISTERED OWNERS

ARTICLE XIV - BYLAWS

Third: The date of Adoption of the Amendments.

Fourth: Adoption of Amendments.

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x N.A

✓ I.A.

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First: Articles Amended

ARTICLE II - PRINCIPAL OFFICE

The NEW place of business and the NEW Mailing address of this Corporation Now are:

2412 Abby Drive # 103  
Kissimmee, FL 34741

NEW Mailing Address:

P.O. Box 771750  
Orlando, FL 32877-1750

ARTICLE III - SHARES

The NEW number of Shares that this Corporation is authorized to have outstanding at any one time is: 25,0000 shares of \$1.00 per value common stock that shall be designated to "Common Shares".

ARTICLE IV - REGISTERED AGENT AND STREET ADDRESS

The name and the NEW Florida Street of the registered agent NOW are:

IDALECIO FLORES ANDRADE  
2412 Abby Drive # 103  
Kissimmee, FL 34741

N.A.  
I.A.

ARTICLE V - INCORPORATOR

The name and NEW address of the Incorporator to these Articles of Incorporation NOW are:

IDALECIO FLORES ANDRADE  
2412 Abby Drive # 103  
Kissimmee, FL 34741

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Second: Articles Added

ARTICLE VI - BOARD OF DIRECTORS / SUBSCRIBERS.

This corporation now has two (2) Directors. The number of Directors may be increased or diminished from time to time in accordance with by-laws adopted by the stockholders. The names and addresses of Board of Directors of this corporation and the number of shares of stock, subscribe to by each person signing these Amendment of Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>
NAZARE T. ANDRADE President / Secretary/ Director	2412 Abby Drive # 103 Kissimmee, FL 34741	50%
IDALECIO F. ANDRADE Vice-President/ Treasury / Director	2412 Abby Drive # 103 Kissimmee, FL 34741	50%

ARTICLE VII - OFFICERS

This Corporation now has two (2) Officers. The names and post office addresses of the officers, who subject to the provisions of the Corporation and the statutes of the State of Florida, shall hold office for their successors have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
NAZARE T. ANDRADE President / Secretary/ Director	2412 Abby Drive # 103 Kissimmee, FL 34741
IDALECIO F. ANDRADE Vice-President/ Treasury / Director	2412 Abby Drive # 103 Kissimmee, FL 34741

ARTICLE VIII - AMENDMENT

These articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, Proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

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ARTICLE IX - LIMITATIONS ON CORPORATE STOCK

1. No shareholder can enter into a voting trust agreement or any other type agreement vesting another person with the authority to exercise the voting power of any or all of his stock.
2. If any officer, shareholder, agent or employee of this corporation who has been rendering professional services to the public becomes legally disqualified to render such services within the state of Florida, or is elected to a public office or accepts employment that, pursuant to existing law, places restrictions or limitations upon his continued rendering of such professional services, he shall sever all employment with, and financial interest in the corporation.
3. No shareholder of the Corporation may sell or transfer his stock in this corporation except to another individual who is eligible to be a shareholder of the corporation.

ARTICLE X - POWER OF CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation.

ARTICLE XI - INDEMNIFICATION

The corporation shall indemnify any officer or director, to the full extent permitted by law.

ARTICLE XII - DISSOLUTION

The corporation may be dissolved at any time on the affirmative vote or the holders of at least two thirds (2/3) of the outstanding shares of the corporation entitled to vote thereon. On dissolution the corporate property and assets shall, after payment of all debts of all debt of the corporation, be distributed to the shareholders pro-rata, each shareholder to participate in direct proportion to the number of shares held by him.

ARTICLE XIII - REGISTERED OWNERS

The Corporation, to the extent permitted by law, shall be entitled to treat the person in whose name any share or right is registered on the books of the Corporation as the owner thereto, for all purposes, and except as may be agreed in writing by the Corporation, the Corporation shall not be bound to recognize any equitable or other claim to, or

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interest in, such share or right on the part of any other person, whether or not the Corporation shall have notice thereof.

ARTICLE XIV - BYLAWS

The Board of Director(s) of the Corporation shall have power, without the assent or vote of the shareholders, to make alter, amend or repeal the Bylaws of the Corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Director(s) at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

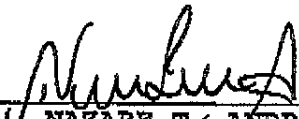
Third: The date of adoption of the amendments.

The date of adoption of the amendments was October/31/2001.

Fourth: Adoption of Amendment.

The Amendments were adopted by the Directors without shareholder action and shareholder action was not required.

IN WITNESS WHEREOF, the undersigned being the original subscribers to the capital stock here for the purpose of forming a corporation to do business in the State of Florida, under the laws of the State of Florida, do make and file these Amendment of Articles of Incorporation, here by declaring and certifying that the facts herein stated all true and do agree to take the number of shares herein set forth and hereunto set our hands and seals this 31<sup>st</sup> day of October, 2001.



NAZARE T. ANDRADE  
President / Secretary / Director



IDALECIO F. ANDRADE  
Vice-President / Treasury / Director

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**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT AND REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENTS IN DESIGNATING THE REGISTERED OFFICE AND REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

N.A. &amp; ANDRADE AUTO TRANSPORT, CORP.

2. The name and address of the registered agent and office is:

IDALECIO F. ANDRADE

Vice-President

2412 Abby Drive # 103

Address

Kissimmee, FL 34741

City - State - Zip

Having been named as registered agent and to accept service of process for the above stated corporation at the 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

  
(Signature)10/31/2001

(Date)