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BASIC AMENDMENT

MARTRANS LOGISTICS CORPORATION

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

MARTRANS LOGISTICS CORPORATION

(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:

June 18th, 2002

First : Amendment(s) adopted: AMENDED.

ARTICLE V - LOCATION

ARTICLE XVI - BOARD OF DIRECTORS

Second: The date of Adoption of the Amendments.

Third: Adoption of Amendments.

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First: Articles Amended

ARTICLE V - LOCATION

The NEW Street, Address, City and State in which the principal office of the corporation is to be located are 2115 NW 79th Ave - Miami, FL 33122. The Board of Directors may from time to time designate such other address and place for the principal office of this corporation as it may see fit.

ARTICLE XVI - BOARD OF DIRECTORS

This Corporation has three (3) Officers. The name and post office address of the officer, 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:

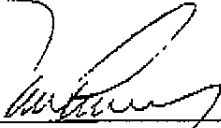
<u>NAME</u>	<u>ADDRESS</u>
Alfredo Rodrigues Santos President/Treasurer	6437 Egret Terrace Coconut Creek, FL 33073
Marcos Antonio Couto President/Secretary	6437 Egret Terrace Coconut Creek, FL 33073
Dijalmir Rodrigues dos Santos Director	6437 Egret Terrace Coconut Creek, FL 33073

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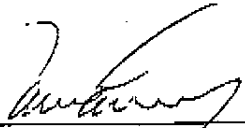
Second: The date of adoption of the amendments.
The date of adoption of the amendments was 06/18/2002.

Third: Adoption of Amendment.
The Amendments were adopted by the shareholders.

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 18th day of June, 2002.



Alfredo Rodrigues Santos
President/Treasurer

PA 

Marcos Antonio Coito
President/Secretary



Djalmir Rodrigues dos Santos
Director