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SPIEGEL & UTRERA, P.A.

(Requestor's Name)

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NEW FILINGS Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Direction Change of Registered Agent Dissolution/Withdrawal Merger		OZ FEB 21 PM 1: 34 DIVISION OF DORPLRATION	S
OTHER FILINGS Annual Report Fictitious Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark		FEB 21 200	টানে এই প্রচলিন্দ্রী
	Other	Examiner's	Initials	31.

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

OCEAN AIR CARGO, INC.

2002 FEB 21 PM 3: 23
SECRETARY OF STATE
TAIL AHASSEF, FI ORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST:

The Officers of the Corporation are stated as:

President:

Cheryl Vargas

Vice-President:

Carlos Morales

SECOND:

The Officers shall be amended to state:

President:

Cheryl Vargas

Vice-President:

Hector Cordero Carballo and Carlos Morales

Secretary:

Carlos Morales

Treasurer:

Cheryl Vargas

whose addresses shall be the same as the principal address of the Corporation.

THIRD: The Directors of the Corporation shall be changed to:

Cheryl Vargas
Carlos Morales
Hector Cordero Carballo

whose addresses shall be the same as the principal address of the Corporation.

FOURTH: The Registered Office and Agent is stated as:

Cheryl Vargas

5583 Northwest 72nd Avenue

Miami, Florida 33166

FIFTH: The Registered Office and Agent shall be amended to state:

Spiegel & Utrera, P.A. 1840 Southwest 22nd Street 4th Floor

Miami, Florida 33145

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION

Spiegel & Utrera, P.A., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Article of Amendment to Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Spiegel & Uthera, P.A

Natalia Utrera Vice-President

The date of the adoption of this amendment is the 28 January 2002. SIXTH:

The amendment was adopted by the Board of Directors. No Shareholder action was SEVENTH:

required for adoption.

This amendment shall be effective upon the filing with the Secretary of State of **EIGHTH:**

Florida.

Signed this 28 January 2002.

Cheryl Vargas, Chairman of the Board of Directors