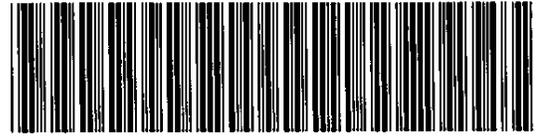


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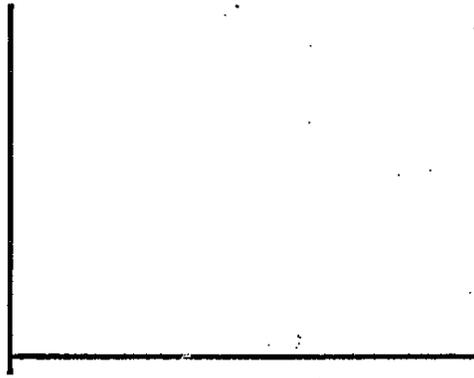
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*Amend*

C. Couffette AUG 14 2007

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1. MIA AIRLINE SERVICES, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
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NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION**

---

**MIA AIRLINE SERVICES, 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 II:** This article is being amended by changing the principal place of business And the mailing address of the corporation.

	<b>Delete Address</b>	<b>Add Address</b>
<b>Principal Place Business</b>	MIA Building 874 Room 126 Miami, FL 33152	20582 SW 2 ST Pembroke Pines, FL 33029
<b>Mailing Address</b>	P.O. Box 998912 Miami, Fl 33299-891	20582 SW 2 ST Pembroke Pines, FL 33029

**Article VII:** This article is being amended by deleting Jorge A. Mendez as President.  
Also this article is amended by electing a new Board of Officers  
Carlos Ordoñez is elected to be the new President, and Liliana Ospina is elected Secretary, and Treasurer.

**Article III:** This article is being amended as follows; Jorge A. Mendez assigns (50) Shares or 50 % of his capital stock to Carlos Ordoñez, and also Jorge A. Mendez assigns (50) or 50% of his capital to Liliana Ospina.  
Carlos Ordoñez obtain 50 shares or 50% of capital stock, and Liliana Ospina obtains 50 shares or 50% of capital stock.

**Article IX:** This article is being amended by the resignation of Jorge A. Mendez as Registered Agent. The new Registered Agent is Carlos Ordoñez, resident at, 20582 SW 2 ST Pembroke Pines, FL. 33029.

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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APPROVED  
AND  
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**Second:** The date of each amendment's adoption:

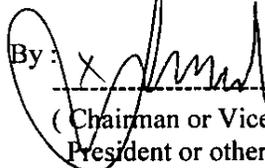
**July 13<sup>th</sup>, 2007**

**Third:** Adoption of Amendment (s) (check one)

XXXX The amendment (s) was/were adopted by the incorporators without shareholder action and shareholder action was not require.  
The amendment (s) was/were adopted the board of directors without shareholder action and shareholder action was not require.  
The amendments(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 voting group entitled to vote separatly on the amendment (s).)  
The number of votes cast for the amendment (s) was/were sufficient for approval

by :  
-----  
(voting group)

Sign this 13<sup>th</sup> day of July, 2007  
-----

By :   
-----  
( Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

**Jorge A. Mendez**  
-----  
( Typed or print name )

**Incorporator**  
**President**  
-----  
( Title )

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT / REGISTERED OFFICE**

Having been named as registered agent and to accept service of Process for the above stated corporation at the place designated in the Articles of Incorporation. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the petitions 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.



---

Carlos Ordoñez  
REGISTERED AGENT