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

AvioTrade, (pacsent mane) Inc

P02000058496

(Document Number of Corporation (If known)

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:

FIRST: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE V DIRECTORS AND OFFICERS OF CORPORATION

The New Directors and Officers of AvioTrade are:

William Handal Jr. President and Director

Vice President and Director Federico Handal

.... Erick Navarro Treasurer, Secretary and Director

if an amendment provides for an exchange, reclassification or cancellation of issued SECOND: shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows: .

ARTICLE IV SHARES OF STOCK William Handal Jr. 33.3% Shareholder Federico Handal 33.3% Shareholder Erick Navarro 33.3% Shareholder . . .

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THIRD: The date of each amendment's adoption _____ December 30, 2003_____

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- If The amendment(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 separately on the amendment(s):

- The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 30 day of December 2003 Signature (By the Chairman g man of the Board of Directors, President or other officer if adopted by the starcholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

Erick Navarro

(TED)

(Title)