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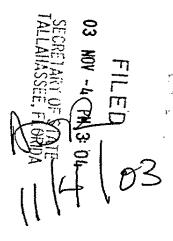


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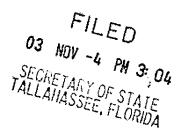
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



URGESPRESS TRAVEL, INC.

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:

Ainendment(s) adopted: (indicate article number(s) being amended, added or deleted) **Directors** shall now read as follows:

DELETE:

MAGNER TIUSO MALAGON (DIRECTOR & PRESIDENT)

CORAL WAY, MIAMI, FL. 33155

LEONARDO OSPINA (DIRECTOR & VICE-PRESIDENT)

CORAL WAY MIAMI FL. 33155

ADD:

BELMA JUDITH FRANCO (DIRECTOR & PRESIDENT)

1355 NE. 139th ST. NORTH MIAMI, FL. 33161

f an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions
or implementing the amendment if not contained in the amendment itself, are as follows.
BELMA JUDITH FRANCO
THIRD:
The date of each amendment's adoption: November 1, 2003
FOURTH:
Adoption of Amendment(s)
X The amendments) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
Signed this 1 day of <u>№0</u> 2003

Signature:

MAGNER TIUSO MALAGON

(DIRECTOR & PRESIDENT)