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BASIC AMENDMENT

APPAREL LOGISTICS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	02
Estimated Charge	\$43.75

Amendment
08/19/03



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

August 19, 2003

APPAREL LOGISTICS, INC.
1401 PONCE DE LEON BLVD STE 401
CORAL GABLES, FL 33134

SUBJECT: APPAREL LOGISTICS, INC.
REF: P03000069965

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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
APPAREL LOGISTICS, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following of amendment to its articles of incorporation:

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

1. Article Number II, the principal place of business and mailing address is hereby amended as follows:

8501 NW 17th Street, Suite 101, Miami, FL 33126.

2. Article Number VIII, is hereby amended as follows:

MARVIN DE PAZ, is hereby deleted as stockholder and director, and
LEOPOLDO DEL CALVO, is hereby added as stockholder, director, and
Vice-President of the Corporation.

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

NONE

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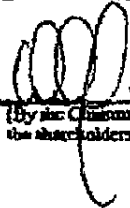
THIRD: The date of each amendment's adoption: August 15, 2003

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

- ☒ 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 statements must be separately provided for each voting group entitled to vote separately on the amendment(s):
- "The number of votes cast for the amendment(s) was/were sufficient for approval by _____"
- (voting group)
- ☐ 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 15 day of AUGUST, 2003

Signature



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

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

MANUEL A. LESCANO, PRESIDENT

(Typed or printed name)

PRESIDENT

(Title)

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