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Office Use Only



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LAW OFFICES KROOP & SCHEINBERG, P.A. SOUTH BAY CLUB. SUITE C-1 800 WEST AVENUE MIAMI BEACH, FLORIDA 33139

RICHARD I, KROOP

ALSO ADMITTED IN COLORADO

AREA CODE 305 538-7575

BRUCE J. SCHEINBERG

CERTIFIED FAMILY MEDIATOR

COUNTY CIVIL COURT MEDIATOR

FAX AREA CODE 305 538-4676

November 24, 2003

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: AAA Express, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Amendment to Articles of Incorporation of AAA Express, Inc., together with my check in the sum of \$35.00 representing your filing fee.

Thank you for the courtesies extended, I remain

Very truly yours,

KROOP & SCHEIMBERG P

Dy. _____

RIK:bg

Encls.

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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

ALLAHASSEE FLORIDA

AAA EXPRESS, INC.

(Present Name)

PO 3000128481

(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)

VIII is hereby amended to show Filipp Roudenko was elected president and director whose address is:

c/o Serguey Tchernykn
16711 Collins Avenue, Apt. 210
Sunny Isles Beach, FL 33160
and Serguey Tchernykn whose address is 16711 Collins Avenue, Sunny Isles Beach, FL 33160 was elected Vice President and Secretary

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:

IX is hereby amended to show Profistreet LP, a Russian Corporation, is the owner of the authorized and issued fifty (50) shares of the corporation.

THIRD: T	he date of each amendment's adoption: November 18, 2003
FOURTH:	Adoption of Amendment(s) (CHECK ONE)
\(\Bar{\Bar{\Bar{\Bar{\Bar{\Bar{\Bar{	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 number of votes cast for the amendment(s) was/were sufficient for approval by
	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 20 day of November 2003
	Signature: (By a director, president or other officer - A directors or officers have not been selected, by an incorporator - if in the hands of a feetiver, trustee or other court appointed fiduciary, by that fiduciary.)
	Richard Kroop (Typed or printed name of person signing)
	Secretary of the meeting (Title of person signing)

FILING FEE: \$35