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DIVISION OF CORPORATIONS

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BASIC AMENDMENT

CARIBBEAN CARGO EXPRESS, INC.

Certificate of Status	0
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Amendment

01/31/05

DC

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OR

CARIBBEAN CARGO EXPRESS, INC.

FIRST: *Amendment adopted*

Article VI, Officers & Directors:

Delete:

Jorge Luis Hernandez, Vice President

Add:

Marisela Ponton, Vice President

SECOND:

Date of Amendment

The date of the adoption is:

January 14, 2005

THIRD: *Adoption of Amendment*

The amendment was approved by the shareholders. The number of votes cast were sufficient for approval of this amendment.

Signed this 14th, day of January, 2005.

Signature: _____

(Mr. Luzaro Ponton, President / Secretary / Treasurer)

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