

PO7000022290

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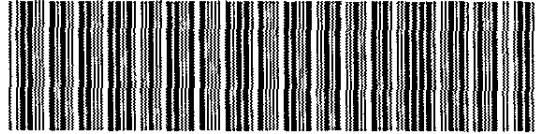
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA
U.S. DEPARTMENT OF COMMERCE
TALLAHASSEE, FLORIDA

AKR
7/20/07

SPIEGEL & UTRERA, P.A.

(Requestor's Name)

1840 SOUTHWEST 22 STREET, 4TH FLOOR

MIAMI, FL 33145 - (305) 854-6000

CORPORATION NAME(S) & DOCUMENT NUMBER(S)
(if known):

OFFICE USE ONLY

1. **MERENGUE AIRLINES DOMINICANA, INC.** **P07000022290**
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

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<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
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REGISTRATION/ QUALIFICATION	
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
MERENGUE AIRLINES DOMINICANA, INC.**

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2007 JUL 20 PM 2:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following Articles of Amendments to its Articles of Incorporation:

FIRST: Article 5 of the Articles of Incorporation provides:

President:	John R. Russo
Vice-President:	Federico Manon
Secretary:	Federico Marmolejos
Treasurer:	Joanna Russo

SECOND: Article 5 shall be amended to state:

President:	John R. Russo
Vice-President:	Federico Manon
Secretary:	Joseph A. Fernandez
Treasurer:	Joanna Russo

whose mailing addresses shall be the same as the mailing address of the Corporation.



SPIEGEL & UTRERA, P.A.
LAWYERS

www.amerilawyer.com

1840 CORAL WAY, 4TH FLOOR, MIAMI, FL 33145 - (305) 854-6000 - (800) 603-3900 - FACSIMILE (305) 857-3700
MAILING ADDRESS - POST OFFICE BOX 450605, MIAMI, FL 33245-0605

THIRD: Article 6 of the Articles of Incorporation states Directors as:

Federico Marmolejos
John R. Russo
Federico Manon

FOURTH: Article 6 of the Articles of Incorporation shall be amended to state Directors of the Corporation as:

John R. Russo
Federico Manon
Joseph A. Fernandez

whose mailing addresses shall be the same as the mailing address of the Corporation.

FIFTH: The date of the adoption of this amendment is the 26 March 2007.

SIXTH: The amendment was adopted by the Board of Directors. No Shareholder action was required for adoption.

SEVENTH: This amendment shall be effective upon the filing with the Secretary of State of Florida.

Signed this 26 March 2007

John R. Russo

John R. Russo, Chairman of the Board of Directors



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