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DIVISION OF CORPORATIONS

BASIC AMENDMENT

ADVENTURA LIMOUSINE & TRANSPORTATION SERVICE, INC.

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**ARTICLES OF AMENDMENT
OF
AVENTURA LIMOUSINE & TRANSPORTATION SERVICE, INC.**

1. The name of the Corporation is Aventura Limousine & Transportation Service, Inc.
2. Article III, "CAPITAL STOCK," of the Articles of Incorporation of the Corporation is hereby amended to read as follows:

"ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One Hundred and Fifty (150) shares of common stock having a par value of One-tenth of One Cent (\$.001) per share."

3. The foregoing amendments were adopted by all of the Directors and Shareholders of the Corporation eligible to vote by a Written Consent signed by them on September 20, 2001, manifesting their intention that these amendments to the Articles of Incorporation be adopted, pursuant to Section 607.1003, Florida Statutes.

4. There is only one voting group entitled to vote on the foregoing amendment. The number of votes cast for said amendment by said voting group was sufficient for approval by that voting group.

IN WITNESS WHEREOF, the undersigned, as President of the Corporation, has executed these Articles of Amendment this 20th day of September, 2001.


NEIL M. GOODMAN, President

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