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December 9, 1998

Division of Corporations  
Attention: Amendments Department  
P.O. Box 6327  
Tallahassee, Florida 32314

900002711809--1  
-12/14/98--01108--002  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Dade Trailer Refrigeration, Inc.

Dear Sir/Madam:

Enclosed please find an Amendment of the Articles of Incorporation for Dade Trailer Refrigeration Inc., in addition to the Resignation of Blanca A. Benitez, and the Minutes of Special Meeting with respect to same.

Additionally, enclosed please find check #1070 in the amount of \$35.00 representing your fee for filing the Amendment.

Please forward stamped copies to our office in the enclosed self-addressed stamped envelope at your earliest convenience.

If you have any questions with respect to same please do not hesitate to contact me. Thank you in advance for your anticipated cooperation and assistance in this matter.

Very truly yours,

*Cristina Villate*  
Cristina Villate,  
Secretary for the Firm

enclosures

*Amend*  
FILED  
98 DEC 14 PM 3:31  
TALLAHASSEE, FLORIDA  
DEC 28 1998  
TL

AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF

FILED  
98 DEC 14 PM 3:31  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DADE TRAILER REFRIGERATION INC.

DADE TRAILER REFRIGERATION INC., a Florida Corporation under its Corporate Seal the hands of its President, BLANCA A. BENITEZ, its PRESIDENT/SECRETARY/TREASURER hereby certify as follows:

CLAUSE I

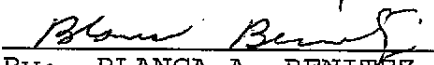
That all the shareholders of DADE TRAILER REFRIGERATION INC. in response to a call and notice of meeting held on December 1, 1998 at 1:00 p.m. at Miami, County of Miami-Dade, all of the shareholders were present and submitted a resolution that was approved by the Board of Directors and all the stockholders, adopting amending the Articles of Corporation.

On motion duly made and approved by all the stockholders and the Board of Directors, BLANCA A. BENITEZ was removed as PRESIDENT/SECRETARY/TREASURER and EDUARDO NUNEZ was voted PRESIDENT/SECRETARY/TREASURER and the meeting was closed.

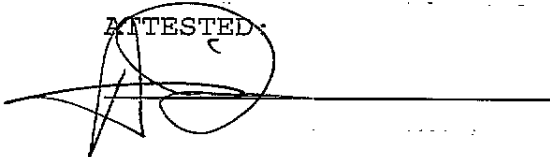
NAME	ADDRESS	TITLE
EDUARDO NUNEZ	COLIMA DE TIBAS 400 METROS ESTE TRIFELIRIA COLIMA SAN JOSE COSTA RICA	PRESIDENT

IN WITNESS WHEREOF, the Corporation has caused this amendment to Articles of Incorporation to be executed for it, and it names by its PRESIDENT/SECRETARY/TREASURER and Attested to by its both of whom have full power and instructions and authority to do so and its Corporate Seal to be hereunto affixed on the City of Miami, County of Miami-Dade State of Florida this 1st day of December, 1998.

DADE TRAILER REFRIGERATION, INC.

  
By: BLANCA A. BENITEZ  
PRESIDENT/SECRETARY/  
TREASURER

ATTESTED



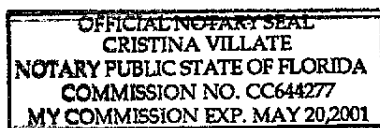
STATE OF FLORIDA     )  
                              ) S.S.  
COUNTY OF DADE       )

I HEREBY CERTIFY that on this day 7<sup>th</sup> day of December 1998  
personally appeared before me BLANCA A. BENITEZ as  
PRESIDENT/SECRETARY/TREASURER of DADE TRAILER REFRIGERATION, INC.  
who respectively acknowledged that they executed the foregoing  
amendment of the Articles of Corporation after having been duly  
authorized to do so.

WITNESS: My hand and official Seal at City of Miami, County of  
Dade, State of Florida this 7<sup>th</sup> day of December 1998.

MY COMMISSION EXPIRED:

Cristina Villate  
Notary Public  
State of Florida at Large



MINUTES OF SPECIAL MEETING  
OF THE BOARD OF DIRECTORS  
OF  
DADE TRAILER REFRIGERATIO, INC.

The special meeting of the Board of Directors of the above captioned Corporation was held on DECEMBER 1, 1998 at 1:00 p.m. in Miami, County of Miami-Dade.

The meeting was called to order by the PRESIDENT/SECRETARY/TREASURER, BLANCA A. BENITEZ. After discussion, upon motion duly made, seconded and carried, it was RESOLVED, that BLANCA A. BENITEZ would resign as PRESIDENT/SECRETARY/TREASURER and EDUARDO NUNEZ would be voted PRESIDENT/SECRETARY/TREASURER.

There being no further business to come before the meeting, upon motion duly made, seconded and carried, the same was adjourned.

  
\_\_\_\_\_  
BLANCA A. BENITEZ,  
PRESIDENT/SECRETARY/TREASURER

APPROVED:

\_\_\_\_\_

RE: DADE TRAILER REFRIGERATION, INC.

RESIGNATION  
OF  
BLANCA A. BENITEZ

I, BLANCA A. BENITEZ the undersigned  
PRESIDENT/SECRETARY/TREASURER of the above named Florida  
corporation, do hereby tender my resignation, to take effect upon  
the adjournment of the meeting of the Board of Directors at which  
this resignation is accepted. I further relinquish any and all of  
may existing shares of the corporation.

Dated: Dec. 7, 1998.

  
\_\_\_\_\_  
BLANCA A. BENITEZ