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COR AMND/RESTATE/CORRECT OR O/D RESIGN CARGO CONNECTION LOGISTICS HOLDING INC.

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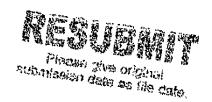
June 2, 2010

FLORIDA DEPARTMENT OF STATE

CARGO CONNECTION LOGISTICS HOLDING INC.
PO BOX 248
EAST MEADOW, NY 11554US

SUBJECT: CARGO CONNECTION LOGISTICS HOLDING INC.

REF: P94000057791



We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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Carol Mustain Regulatory Specialist II FAX Aud. #: H10000128145 Letter Number: 410A00013760 Articles of Amendment to Articles of Incorporation of

CARGO CONNECTION LOGISTICS HOLDING INC. (Name of Corporation as currently filed with the Florida Dept. of State) P94000057791 (Document Number of Corporation (if known) Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: A. If amending name, enter the new name of the corporation: name must be distinguishable and contain the word "corporation," "company," or "incorporate abbreviation "Corp.," "Inc.," or Co.," or the designation "Corp," "Inc," or "Co". A professional corp. name must contain the word "chartered," "professional association," or the abbreviation "P.A." B. Enter new principal office address, if applicable: (Principal office address MUST BE A STREET ADDRESS) C. Enter new mailing address, if applicable: (Mailing address MAY BE A POST OFFICE BOX) D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent und/or the new registered office address: Name of New Registered Agent: New Registered Office Address: (Florida street address) Florida (City) (Zip Code) New Registered Agent's Signature, if changing Registered Agent: I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

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Signature of New Registered Agent, if changing

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removed :	ng the Officers and/or Directors, en and title, name, and address of each ditional sheets, if necessary)	ter the title and name of each Officer and/or Director bein	officer/director being g added:
<u>Title</u>	<u>Name</u>	Address	Type of Action
•			
			☐ Add ☐ Remove
	,		☐ Add ☐ Remove
(attach a	ading or adding additional Articles, additional sheets, if necessary). (Be Capital Stock is hereby amend ee attached Exhibit A	specific)	
F. If an a	mendment provides for an exchang lons for implementing the amendme	e, reclassification, or cancella	ation of issued shares,
(if	not applicable, indicate N/A)		
	·		

EXHIBIT A

Article 3, Capital Stock is hereby amended as follows:

- (1) Shares, Classes and Series Authorized.
 - (a) The Corporation is authorized to issue up to 30,002,000,000 shares of capital stock of which 30,000,000,000 shall be designated as "Common Stock", par value of \$0.001, and 2,000,000 shares which shall be designated as "Preferred Stock", par value of \$1.00.

In addition, Article 3, Capital Stock, Series V Preferred Stock, "Voting Rights" is hereby amended as follows:

Voting Rights.

General. The holders of the Series V Preferred Stock shall vote along with the holders of the Common Stock as a single class on all actions to be taken by the shareholders of the Corporation. At all meetings of the shareholders of the Corporation and in the case of any actions of shareholders in lieu of a meeting, each holder of the Series V Preferred Stock shall have thirty (30) times that number of shares of Common Stock (rounded to the nearest whole number) into which such holders' shares of Series V Preferred Stock are then convertible at the record date for the determination of the shareholders entitled to vote on such matters or, if no such record date is established, at the date such vote is taken or any written consent of such shareholders is effected. This provision for determination of the number of votes to which each holder of the Series V Preferred Stock is entitled shall also apply in cases in which the holders of the Series V Preferred Stock have the right to vote together as a separate class.

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The date of each amendment(s)	ndoption: May 20, 2010
	(date of udoption is required)
Effective date if applicable: (m	o more than 90 days after amendment file date)
Adoption of Amendment(s)	(CHECK ONE)
The amendment(s) was/were as by the shareholders was/were	dopted by the shareholders. The number of votes cast for the amendment(s) sufficient for approval.
	pproved by the shareholders through voting groups. The following statement action of the shareholders through 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	, n
(vo	ting group)
The amendment(s) was/were as action was not required.	dopted by the board of directors without shareholder action and shareholder
The amendment(s) was/were acaction was not required.	dopted by the incorporators without shareholder action and shareholder
Dated_May 20	, 2010
Signature	Most longt
selected	rector, president or other officer – if directors or officers have not been , by an incorporator – if in the hands of a receiver, trustee, or other court ed fiduciary by that fiduciary)
_	Scott Goodman
_	(Typed or printed name of person signing)
_	President
	(Title of nerson signing)