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5/13/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHERT

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:O DIVISION OF CORPORATIONS

FAX #: (904)922-4000

ROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305) 541-3694

FAX #: (305)541-3770

AME: CARIBBEAN LINE AGENCY, INC.

AUDIT NUMBER...... H97000007876 DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

PAGES

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FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

May 14, 1997

CARIBBEAN LINE AGENCY, INC. 608 N.W. 57TH AVENUE P.O. BOX 520096 MIAMI, FL 33126

SUBJECT: CARIBBEAN LINE AGENCY, INC.

REF: P95000025912

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.

The word "initial" or "first" should be removed from the article regarding directors, officers, and/or registered agent, unless these are the individuals originally designated at the time of incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6908.

Steven Harris Corporate Specialist FAX Aud. #: H97000007876 Letter Number: 097A00025737 5/13/97

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ARTICLES OF AMENDMENT

OF

CARIBBEAN LINE AGENCY, INC.

Pursuant to the provision of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: (indicate artilce number(s) being amended, added or deleted)

ARTICLE EIGHT - (amended) The number of directors constituting
the —— board of directors of the corporation is one. The
name and address of each person who is to serve as a member of
the —— board of directors is:

NAME

ADDRESS

MARIA E. ROJAS

5555 NW 72nd Avenue Miami,Fl 33166

SECOND: If AN AMENDMENT provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Miguel Turbay 608 N.W. 57th Cue. Miami, FL 33126 (305) 262. 4053

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The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each 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
number of votes cast for the amendment(s) was/were sufficient for approval. The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each 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
The following statement must be separately provided for each 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
each 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
sufficient for approval by(voting group)
The amendment(a) was/were adopted by the board of directors
without shareholder action and shareholder action was not required.
The amendment(s) was/were adopted by the incorporator(s) without shareholder action and shareholder action was not required.
Signed this 8 day of May , 19 97
Signature (By the chairman or Vice chairman of the Board of Directors, President or other officer if adopted by the shareholder(s)) OR
(By a director if adopted by the Directors) OR
(By an incorporator if adopted by the incorporator(s))
MI SUEL E. TURBAY Typed or print name
INCOR PORATOR

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