8/18/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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(((H97000013594 1)))

DIVISION OF CORPORATIONS TO:

FAX #: (850) 922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #1 (305) 716-0346

PHONE: (305)599-0839

NAME: CIMREX CARGO, INC. AUDIT NUMBER..... H97000013594

DOC TYPE..... BASIC AMENDMENT

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PAGES.....

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

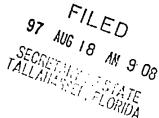
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ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF



CIMREX	CARGO, INC.	•	 9/1//
	(procest some)		

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

FIRST: Amendment(s) edopted: (indicate article number(s) being amended, added or deleted)

ARTICLE SEVEN

THE NAME AND ADDRESS OF THE PERSON WHO ARE TO SERVE AS OFFICERS AND DIRECTORS FOR THE CORPORATION ARE:

NAME

ADDRESS

JUNE RIDUUT - President/VicePresident ESMRAUA ESPINACO - Secretary - Treesurer 14059 SW 53rd Terr. Miami, Fl. 33175 14059 SW 53rd Terr, Miami, Fl. 33175

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:

Prepared by: CIMREX CARGO, INC. 6362 N.W. 82nd Aye. Miami, Fl 33166

(305) 888-7828

THIRD:	The date of each amendment's adoption: June 30th 1997			
FOURTH	: Adoption of Amendment(s) (CHECK CATE)			
χ	The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.			
C	The amendment(s) was/were epproved 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(e) was/were sufficient			
	for approval by			
C	The amendment(s) 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 incorporators without shareholder action and shareholder action was not required.			
	THE CHARGE ECTION WAS INDESCRIPTION.			
	,			
	Signed this day 30th of three 1997.			
	Jorge Ridoutt - President			
Signature	(Buthe Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by			
	the sturcholders)			
	O R			
	(By a director if adopted by the directors)			
	OR.			
	(By an incorporator if adopted by the incorporators)			
	Typed or printed name			
	Title			