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BASIC AMENDMENT
JACAR DISTRIBUTION SYSTEM INC.

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

March 25, 1999

JACAR DISTRIBUTION SYSTEM INC.
3400 N.W. 106 STREET
MIAMI, FL 33147

SUBJECT: JACAR DISTRIBUTION SYSTEM INC.
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Division of Corporations - P.O. BOX 6327 Tallahassee, Florida 32314

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
JACAR DISTRIBUTION SYSTEM, INC.

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation hereby submits the following Articles of Amendment for the purpose of amending its Articles of Incorporation:

ARTICLE VII

The number of directors constituting its Board of Directors shall be 3 whose name and address is:

Martha Elena Guerrero
1301 NE Miami Gardens Dr.# 713W
Miami, FL 33179
President 56%

Carlos Guerrero
3400 NW 106th St.
Miami, FL 33147
Vice President 22%

Jackeline Rojas
3400 NW 106th St.
Miami, FL 33147
Vice President 22%

Prepared by:

Perez, Behar & Assoc., Inc.
14730 N.E. 10th Avenue
N. Miami, FL 33161

305-949-4738

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The date of adoption of this amendment was the 12th of March of 1999.

The amendment were adopted by the board of directors without shareholder action and shareholder action was not required.

These articles will become effective upon filing with the office of the Secretary of State of the State of Florida.



Martha E Guerrero
Director/President

3/12/99

Date

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