

12/05/97

P95000082983

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FLY-NET WORLDWIDE EXPRESS, INC.

AUDIT NUMBER.....H97000020124

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 6

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97 DEC -9 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amendment  
12/9/97

DC

12/05/97

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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 8, 1997

FLY-NET WORLDWIDE EXPRESS, INC.  
2250 NW 82 AVE  
MIAMI, FL 33122US

SUBJECT: FLY-NET WORLDWIDE EXPRESS, INC.  
REF: P95000082983

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 fee to file the registered agent change is \$35.00. The fee to file the officer and/or director resignation is \$35.00.

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 (850) 487-6906.

Darlene Connell  
Corporate Specialist

FAX Aud. #: H97000020124  
Letter Number: 297A00057788

RECEIVED  
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DIVISION OF CORPORATIONS

⑥

H97000020124

ARTICLES OF AMENDMENT

OF

FLY-NET WORLDWIDE EXPRESS, INC.

FILED  
97 DEC -9 PM 12:06  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WHEREAS, the undersigned constitute all the shareholders of record of Fly-Net Worldwide Express, Inc, adopted the amendment on November 15, 1997.

WHEREAS, these articles of amendment were approved by a unanimous vote of the Board of Directors and Stockholders and the votes casted were suffice for approval.

WHEREAS, the Board of Directors of the corporation has adopted a resolution recommending on November 15, 1997 by the stockholders and directors.

Authorizing Amendment of Certificate of Incorporation filed on October 30, 1995 ; under charter P95000082983 (5) are setting a new provisions to read as follow:

ARTICLE I

The name and address of the directors and officer of this corporation are:

Sonia Toth

President  
Secretary

300 South Pointe Dr. Suite 301, Miami Beach, Fl. 33139.

RESOLVED FURTHER : That a Certificated setting forth the amendment, certifying that such amendment has been duly

Prepared by:  
Carlos Solano  
1235 Altan Rd Miami Beach, Fl. 33139  
(305) 674-1681

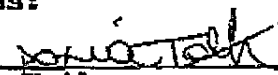
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adopted in accordance with the provisions of Section of the Corporation Law of the State of Florida, and containing such others statements as may be necessary or advisable, be may under the seal of the corporation and signed by its President and its Secretary and acknowledged by its said President and that the said certificated, so executed and acknowledged be filed in the office of the Secretary of State, and resolved further, that the officers of this corporation are hereby authorized, empowered, and directed to take any and all further acts or proceedings which they may be necessary or proper to effectuate the said amendment.

Done and Dated this November 15, 1997 ; Miami, Florida.

Signatures:

  
Sonia Toth  
President  
Secretary

  
Sonia Toth  
Registered Agent

H97000020124

H97000020124

STATE OF FLORIDA )

) S.S

COUNTY OF DADE )

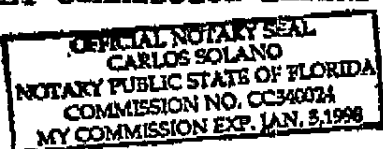
BEFORE ME, the undersigned authority, duly authorized to administer oaths and take acknowledgments, personally appeared Sonia Toth director of Fly-Net Worldwide Express, Inc. a Florida Corporation.

To me known as the person (s) described. Who after being duly sworn, executed the foregoing Amendment to the Articles of the Incorporation, freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, said county and State, on this 15th day of the month of November, 1997.

  
 NOTARY PUBLIC SEAL.

MY COMMISSION EXPIRES:



H97000020124