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TALLAHASSEE, FLORIDA

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TERESA ROMAN (TALLAHASSEE REPRESENTATIVE)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. UNITED FRUIT TRANSPORT CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)



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<input type="checkbox"/>	NonProfit
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<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION**

United Fruit Transport Corp.

(Present name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

First : Amendment (s) adopted: (indicate article number (s) being amended, added or deleted).

Article VII: This article is being amended by deleting one Director; Jorge L. Lara resigns as an Officer and Director of United Fruit Transport Corp. also Luisa Lara was elected President, Secretary and Treasurer.

Article XII: This article is being amended as follows; Jorge L. Lara resigns as registered agent. also this article is being amended by naming a new registered agent; Luisa Lara resident of 10430 S.W. 186th St. Miami, Fl. 33157 is elected the new resident agent.

Article X: In this article Luisa Lara Holds (300) shares or 100% Of capital Stock.

Second: The date of each
amendment's adoption:

January 1st, 2002

Third: Adoption of Amendment (s) (check one)

XXXX The amendment (s) was/were adopted by the incorporates without shareholder action and shareholder action was not require.

(Continued)

(Continued)

The amendment (s) was/were adopted the board of directors without shareholder action and shareholder action was not require.

The amendments(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).)

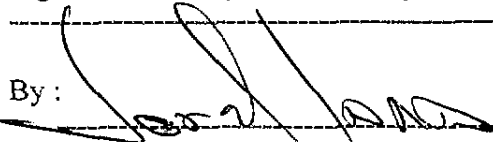
The number of votes cast for the amendment (s) was/were sufficient for approval

by :

(voting group)

Sign this 1st day of January, 2002

By :


(Chairman or Vice Chairman of the Board of Directors, President or other Officer if adopted by the shareholders)

Jorge L. Lara

(Typed or print name)

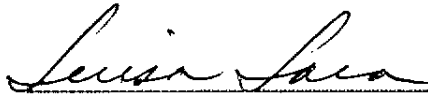
Incorporate

President

(Title)

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Having been named as registered agent and to accept service of Process for the above stated corporation at the place designated in the Articles of Incorporation. I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the petitions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

A handwritten signature in cursive script, appearing to read "Luisa Lara", is written over a horizontal line.

REGISTERED AGENT
LUISA LARA