

P 96000087343

AEROSERVICIOS USA, INC.

4020 NW 26 ST, Miami, FL 33142

August 10, 2001

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-09/11/01--01013--003
*****43.75 *****43.75

Enclosed please find the Articles of Amendment for the above named corporation.

Please provide us with a certified copy of the amendment.

Enclosed find a check for \$43.75.

Should you have any questions please contact us at (305) 718-4885.

Gabriel Serrano
President

FILED
01 SEP 10 PM 3:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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amend

AEROSERVICIOS USA, INC.

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

AEROSERVICIOS USA, INC.

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 adopted:

AMENDMENT 1

The address of the principal office of this Corporation is:

4020 NW 26 ST
Miami, Fl 33142

AMENDMENT 2

The names, addresses, and offices of the Officers who will serve until the next election or appointment under these Articles of Incorporation are:

Gabriel Serrano Martinez
4020 NW 26 St
Miami, Fl 33142

President

Gabriel Serrano Galvis
4020 NW 26 St
Miami, Fl 33142

Vice President

Luz Rosa Galvis de Serrano
4020 NW 26 St
Miami, Fl 33142

Treasurer/Secretary

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT 3

The Board of Directors shall consist of a total of three (3) persons and the names and addresses of the persons who are to serve as directors are:

Gabriel Serrano Martinez
4020 NW 26 St
Miami, FL 33142

Gabriel Serrano Galvis
4020 NW 26 St
Miami, FL 33142

Luz Rosa Galvis de Serrano
4020 NW 26 St
Miami, FL 33142

AMENDMENT 4

The following shares of common stock have been issued:

Gabriel Serrano Martinez	6,000 shares
Gabriel Serrano Galvis	4,500 shares
Luz Rosa Galvis de Serrano	4,500 shares

The names of the subscribers of the shares of common stock and the number of shares of stock each agrees to take after this amendment are as follows:

Gabriel Serrano Martinez	6,000 shares
Gabriel Serrano Galvis	4,500 shares
Luz Rosa Galvis de Serrano	4,500 shares

SECOND: The date of each amendment's adoption: 08/20/01
THIRD: Adoption of Amendments:

____ The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 20 day of Aug, 2001

Signatures

Gabriel Serrano

Typed or printed names

President

Title

Gabriel Serrano

Vice President

Luz Rosa Galvis de Serrano

Luz Rosa Galvis de Serrano

Treasurer/Secretary