9/22/97

FLORIDA DIVISION OF CORPORATIONS PUBLIC ACCESS SYSTEM ELECTRONIC FILING COVER SHEET

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FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ PHONE: (305)599-0839

FAX #1 (305)716-0346

NAME: ARIES IMPORT & EXPORT INC.

DOC TYPE..... BASIC AMENDMENT

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FAX #: (850)922-4000

FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #2 (305)716-0346

PHONE: (305)599-0839

NAME: ARIES IMPORT & EXPORT INC. AUDIT NUMBER..... H97@00015690

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TOI DIVISION OF CORPORATIONS FAX #1 (850) 922-4000

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FROM: FAS-T CORP. AGENTS, INC.

ACCT#: 071001002335

CONTACT: LIDIA FERNANDEZ

FAX #: (305)716-0346

PHONE: (305)599-0839

NAME: ARIES IMPORT & EXPORT INC.

AUDIT NUMBER..... H97000015690 DOC TYPE..... BASIC AMENDMENT

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** ENTER 'M' FOR MENU. **



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 23, 1997

ARIES IMPORT & EXPORT INC. 12010 SW 318T ST MIAMI, FL 33175

SUBJECT: ARIES IMPORT & EXPORT INC. REF: P96000088923

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 current name of the entity is as referenced above. Please correct your document accordingly.

The date of adoption of each amendment must be included in the document.

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. #: H97000015690 Letter Number: 997A00046956



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

September 25, 1997

ARIES IMPORT 6 EXFORT INC. 12010 SW 318T ST MIAMI, FL 33175

SUBJECT: ARIES IMPORT & EXPORT INC. REF: P96000088923

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 current name of the entity is as referenced above. Please correct your document accordingly.

The document is illegible and not acceptable for imaging.

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. #: H97000015690 Letter Number: 597A00047535

ARTICLE OF AMENDMENT



ARTICLE OF INCORPORATION

(Present name)

Pursuant to provision 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 V: OFFICER/DIRECTORS/PRESIDENT/SECRETARY.

NBLSON ACOSTA 12010 SR 31ST ST MIAMI, YL 33175

THE NEW REGISTER AGENT IS:

NELSON ACOSTA 12010 SW 31ST ST MIAMI, PL 33175

SECOND: If an amendment provides for an exchange, reclassification or cancellation of fusued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

Prepare by:
MARTA BU
3899 N.W 7TH STREET, SUITE 201
MIANI, FG 33126 (305) 446-2967.

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- The Amendment(a) was/were approved by the shareholder. The numbers of votes cast for the amendment(s) was/were sufficient for approval.
- The amendment(a) was/were approved by the shareholder through woning groups.

The following statement must be separately provided for each voting groups 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

- ... The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required,
- The amendment(s) was/ware adopted by the Incorporators without shareholder action and shareholder action was not required.

Signed this _____ 8 days of _____ 56 TEM 65 R _____ 1997

Signature -___

the Chairman of Vice Chairman of this Board of Directors, President or other Officer if adopted by the Shareholders)

OR
(By a Director if adopted by the Directors)
OR
(By an Incorporator if adopted by the Incorporators)

NBLSON ACOSTA (TYPED OR PRINTED NAME)