Florida Department of State

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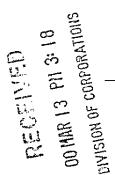
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BASIC AMENDMENT

RAIL CONNECTION TRANSPORT, INC.

D. CONNELL WAR 13 2000

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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

March 13, 2000

RAIL CONNECTION TRANSPORT, INC. 8411 N.W. 74 ST MEDLEY, FL 33177

SUBJECT: RAIL CONNECTION TRANSPORT, INC. REF: P97000014291

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.

PLEASE LIST A TITLE FOR THE NEW OFFICER BEING ADDED UNDER SECTION FIRST, ARTICLE V OFFICERS/DIRECTORS.

ONLY ONE BLOCK SHOULD BE CHECKED UNDER SECTION FOURTH, ADOPTION OF AMENDMENT.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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Darlene Connell Corporate Specialist

FAX Aud. #: H00000011289 Letter Number: 600A00013828 H000000112896

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF

RAIL CONNECTION TRANSPORT, 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(s) adopted: (indicate article number(s) being amended, added or deleted)

ARTICLE BEING AMENDED IS!

ARTICLE V OFFICERS DIRECTORS

Delete: BLANCA L. ORTA (PRESIDENT)

APD: JOHN E. ORTA (PRESIDENT)

13759 SW145 terrace MIANT, F1. 33186

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

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| | # | 0 | Of each amend | 00 | 011 | /2 | 891 | P | |
| | THIRD: | The date |) f each amend | ment's adopti | ion: | 13 | 00 | · | |
| | FOURTH: | : Adoptic | n of Amenda | ent(s) (CHEC | K ONE) | 1 | | | |
| | 먑 | | nendment(s) w nendment(s) w | /as/were appr s) was/were s | roved by the a ufficient for a | shareholde approval. | rs. The munt | per of votes cast | |
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