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ATTORNEY FLORIDA

September 9, 1997

Division of Corporation  
Amendment Division  
Attn: Carol Mustain  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Elemar Logistics and Distribution

Dear Ms. Mustain:

Pursuant to our conversation today, enclosed please find the corrected Articles of Amendment to Articles of Incorporation for the above referenced corporation, whereupon you requested that I remove the Registered Agent's bi-line and name, and reflect the address of Victor Matos, together with a check in the sum of \$ 35.00 to cover the filing fee of same.

Please forward a receipt of the aforementioned, in the self addressed stamped envelope, herein enclosed.

If you have any questions, please contact this office.

Very Truly Yours,

*Robert Milne*  
ROBERT MILNE, ESQ.

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
ELEMAR LOGISTICS & DISTRIBUTION, INC.

Pursuant to the provision of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

RESOLVED that:

FIRST: The following shall be the President, Director, Assistant Secretary and the Treasurer of the aforementioned corporation.

VICTOR MATOS, 8254 NW 14th Street  
Miami, FL. 33126

SECOND: The date of the Amendment's adoption was August 5, 1997.

THIRD: The Amendment was adopted by the Board of Directors without Shareholder Action and Shareholder Action was not required.

Signed this August 5, 1997.

ELEMAR LOGISTICS AND DISTRIBUTION, INC.

  
CARLOS VOLPI - President

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APPROVED  
AND  
FILED

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TALLAHASSEE, FLORIDA  
SECRETARY OF STATE