

P97000057697

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L REPRESENTATIVE TALLAHASSEE

OFFICE USE ONLY

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

Vanex Transportation Logistics Inc

(Corporation Name)

(Document #)

(Corporation Name)

(Document #)

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Certificate of Status

800002563868--7

-06/18/98--01025--012

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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<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

RECEIVED
98 JUN 18 AM 10:50
DIVISION OF CORPORATION

Examiner's Initials

1014

Florida Department of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

June 17, 1998

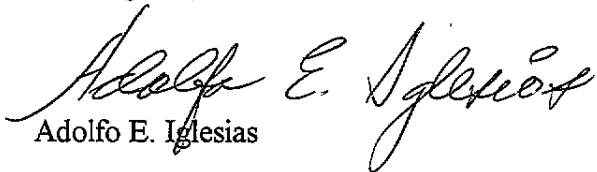
Please find the information requested on the letter of instruction;

Any correspondence should be mailed to:

Lord & Iglesias Accounting Services, Inc.
12964 S.W. 133rd Court
Miami, Florida 33186-5806

I am the registered agent of the corporation. Please, do not hesitate to call me should you need further assistance. My telephone number is: 305 254-1099.

Best regards;


Adolfo E. Iglesias

**ARTICLE OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
VENEX TRANSPORTATION LOGISTICS INC.**

FILED
98 JUN 18 PM 3:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VENEX TRANSPORTATION LOGISTICS INC., a Corporation of the State of FLORIDA whose registered office is located at 8282 N. W. 66TH STREET, MIAMI FL 33166, certifies pursuant to the provisions of state law, that at a meeting of the stockholders of said Corporation called for the purpose of amending the Articles of Incorporation, and held on June 17, 1998, it was resolved by the vote of the holders of an appropriate majority of the shares of each class entitled to vote that **ARTICLE III, IV, & V of the Articles of Incorporation** are to be amended to read as follows:

ARTICLE III - REGISTER AGENT

The name and address of the registered agent of the Corporation is:

ADOLFO E. IGLESIAS
12010 SW 97th STREET
MIAMI, FLORIDA 33186

see attached

ARTICLE IV - BOARD OF DIRECTOR(S)

The name of the member of director of the Corporation's Board

of Director is:

ELENA MARTINEZ

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the bylaws of the Corporation.

ARTICLE V - CAPITAL STOCK

7.1 The maximum number of shares that this corporation is authorized to have outstanding at any time is ONE HUNDRED (100) shares of common stock, each share having the par value of ONE DOLLAR (\$1.00).

ARTICLE IX - OFFICERS

The name and address of officers of the Corporation shall be:

President: RUGGIERO SUPPA
(OWNER OF 60% OF ALL SHARES)
CUMBOTO SUR EDF. SIRACUSA
APTO. 2-A, PUERTO CABELLO
ESTADO CARABOBO, VENEZUELA

VICE-PRESIDENT: ELENA MARTINEZ
(OWNER OF 20% OF ALL SHARES)
7951 WEST 34th COURT
HIALEAH, FLORIDA 33018

Secretary: ELENA MARTINEZ
7951 WEST 34th COURT
HIALEAH, FLORIDA 33018

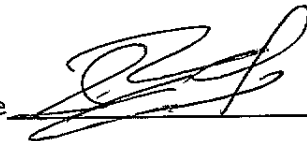
Treasurer: ANGELA GOMEZ

(OWNER OF 20% OF ALL SHARES)
AVE ROMULO GALLEGOS
EDF. PASCAL
TORRE A OFICINA 73-A
SANTA EDUVIGIS
CARACAS, VENEZUELA

This amendment was adopted on June 17, 1998.

Signed on June 17, 1998.

Signature



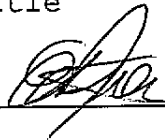
Ruggiero Suppa

Printed Name

President

Title

Signature



Elena Martinez

Printed Name

Vice President / Secretary

Title

Signature



Angela Gomez

Printed Name

Treasurer

Title

Florida Department of State, Sandra B. Mortham, Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of FLORIDA submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1. The name of the corporation is: VENEX TRANSPORTATION LOGISTICS INC.

2. The mailing address of the corporation is: 8282 NW 66th STREET
MIAMI, FLORIDA 33166

3. Date of incorporation/qualification: 07-01-97 Document number: P97000057697

4. The name and address of the current registered agent and office:

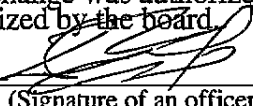
Roger Rodriguez, Esq,
420 Lincoln Road, Suite 238
MIAMI BEACH, FLORIDA 33139

5. The name and address of the new registered agent and office: (P. O. Box Not Accepted)
Adolfo E. Iglesias
12010 SW. 97th STREET
MIAMI, FL 33186-2606

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.



(Signature of an officer, chairman or vice chairman of the board)

6-17-1998

(Date)

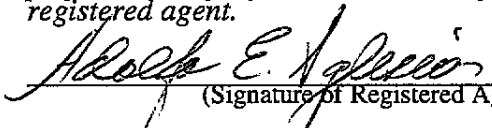
PRESIDENT

(Printed or typed name and title)

-6-17-98

(Date)

Having been named as registered agent and to accept service of process for the above stated corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.



(Signature of Registered Agent)

6-17-1998

(Date)

If signing on behalf of an entity:

(Typed or Printed Name)

(Capacity)