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: FAS-T CORP. AGENTS, INC.

Account Number: 071001002335

: (305)599-0839

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DIVISION OF CORPORATIO

BASIC AMENDMENT

AEROPOSTAL PURCHASING, INC.

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AKTICLES OF AMENDMENT

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ARTICLES OF INCORPORATION

OF

AEROPOSTAL PURCHASING, INC. (present name)

Pursuant to the provisions 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 VII THE BOARD OF DIRECTORS

THIS CORPORATION SHALL HAVE (2) DIRECTORS. MAYBE EITHER INCREASED OR DIMISHED FROM TIME TO TIME BY THE-LAWS, THE NUMBER OF DIRECTORS BUT SHALL NEVER BE LESS THAN ONE: THE NAME OF THE BOARD OF DIREC TORS OF THE CORPORATION ARE:

NAME	TITLE	ADDRESS
VICTOR H. QUIROS	PRESIDENT AND VICE-PRESIDENT	10686 S.W. 76TH TERR. MIAMI, FL. 33173
RAMON LLAURADO	SECRETARY-TREASURER	10540 N.W. 26TH ST #103 MIAMI, FL 33172

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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FOU	RTH:	Adoptio	n of Ame	endment(s)	(check one)		
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	The an	nendmer	ıt(s) was/	were appro	ved by the shat	reholders through v	oting groups
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		"The n	umber of			ment(s) was/were s	ufficient for
				(40)	ing group)	·	
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		•	(By the C Presider	hairmen or \ nt or other of	ice Chairman of icer if adopted by OR	the Board of Directors y the shareholders)	ů.
				(By a directo	r if edopted by th OR	na directors)	
		*		(By an incon	porator if adopted	d by the incorporators)
				VICTOR	QUIROS "	• •	.
	•			Typed	or printed name	•	
				PRESID	ENT		nies .
				None to the	Title		